

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK

DRILL ☒

DEEPEN ☐

b. TYPE OF WELL

OIL

GAS

WELL ☒

WELL ☐

OTHER

SINGLE

ZONE ☒

MULTIPLE

ZONE ☐

2. NAME OF OPERATOR

Shenandoah Energy Inc.

3. ADDRESS AND TELEPHONE NO. Phone: 435-781-4341

11002 East 17500 South

Fax: 435-781-4329

Vernal, Utah 84078

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)*

At surface 2057 ENL 400 FWL

2048' ENL 454' FWL SW NW

At proposed prod. Zone

4437522 N

620621 E

Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

15 miles West of Redwash Utah

15. DISTANCE FROM PROPOSED*
LOCATION TO NEAREST

454'

PROPERTY OR LEASE LINE, FT.
(Also to nearest drig. Unit line if any)

18. DISTANCE FROM PROPOSED LOCATION*

TO NEAREST WELL, DRILLING, COMPLETED,
OR APPLIED FOR ON THIS LEASE, FT.

2500' ±

16. NO. OF ACRES IN LEASE

480

17. NO. OF ACRES ASSIGNED
TO THIS WELL

40

19. PROPOSED DEPTH

5575

20. ROTARY OR CABLE TOOLS

Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)

4694.4'

22. APPROX. DATE WORK WILL START*

A.S.A.P

23. PROPOSED CASING AND CEMENTING PROGRAM

REFER TO S.O.P.

Shenandoah Energy Inc. proposes to drill a well to 5575' to test the Green River. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

Operations will be according to Standard Operating procedures for the Gypsum Hills Unit. *Rec'd complete drilling program 1-24-01. *fc*

See Onshore Order No. 1 attached.

Please be advised that Shenandoah Energy Inc. is considered to be the operator of the above mentioned well. Shenandoah Energy Inc. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Bond coverage for this well is provided by Bond No. 159261960. The principal is Shenandoah Energy Inc. via surety as consent as provided for in 43 CFR 3104.2.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program if any.

24

SIGNED

John Busch

John Busch

TITLE Red Wash Operations Representative

DATE 1/19/01

(This space for Federal or State office use)

PERMIT NO.

43-047-33866

APPROVAL DATE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY

TITLE

DATE

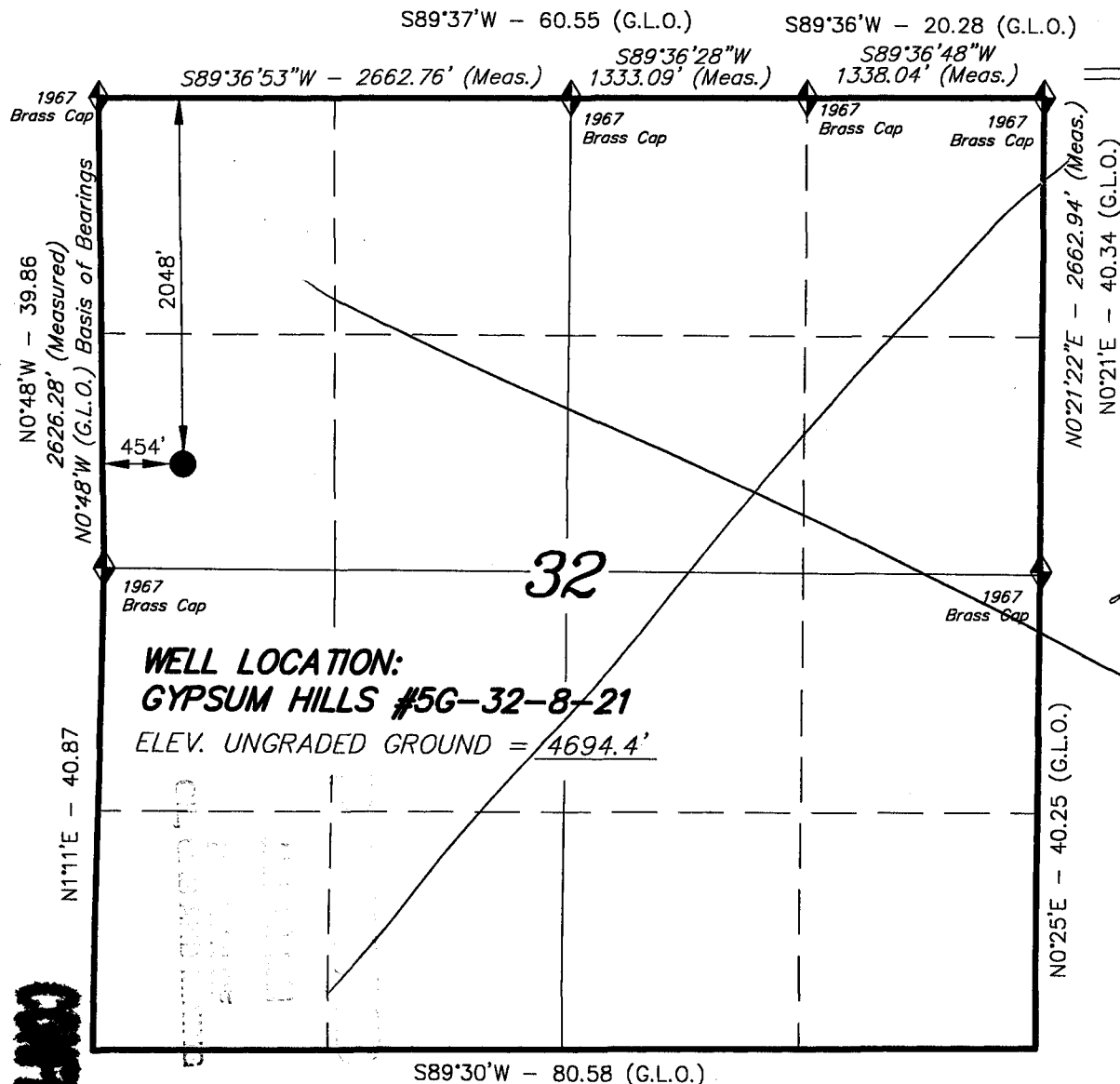
*See Instructions On Reverse Side

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

REVISED
CONFIDENTIAL

T8S, R21E, S.L.B.&M.

SHENANDOAH ENERGY, INC.

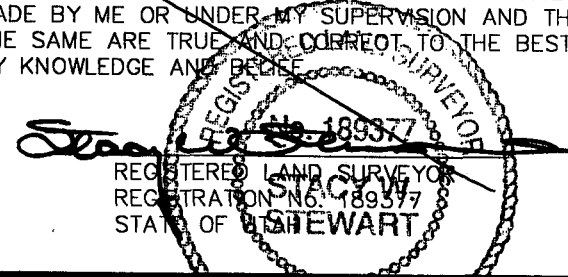


WELL LOCATION, GYPSUM HILLS
#5G-32-8-21, LOCATED AS SHOWN IN
THE SW 1/4 NW 1/4 OF SECTION 32,
T8S, R21E, S.L.B.&M. UINTAH COUNTY,
UTAH.



Loc. Chg. 1-24-01

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS
PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS
MADE BY ME OR UNDER MY SUPERVISION AND THAT
THE SAME ARE TRUE AND CORRECT TO THE BEST OF
MY KNOWLEDGE AND BELIEF.



◆ = SECTION CORNERS LOCATED

BASIS OF ELEV; U.S.G.S. 7-1/2 min QUAD (OURAY SE)

TRI STATE LAND SURVEYING & CONSULTING
38 WEST 100 NORTH, VERNAL, UTAH 84078
(435) 781-2501

SCALE:	1" = 1000'	SURVEYED BY:	D.J.S.
DATE:	1-16-01	WEATHER:	FAIR
DRAWN BY:	J.R.S.	FILE #	

SHENANDOAH ENERGY INC.
Western District

11002 East 17500 North
Vernal, UT 84078
(435) 781-4300 Phone
(435) 781-4329 FAX

FAX TO: Lisha Cordova

FROM: Raleen Searle 435-781-4309

Pages Including Cover: 2

RE: Lisha-

You've probably seen a lot of notes
referring this GH #56-328-21! After
we submitted the APD on the twin well
they moved the location on me! Attached
is the new legal plat that shows the
new footages!

Thanks-

Raleen

DRILLING PROGRAM

ONSHORE OIL & GAS ORDER NO. 1
Approval of Operations on Onshore
Federal Oil and Gas Leases

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas No. 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	2305'	
Mahogany Ledge	3050'	
TD (Green River)	5575'	oil

2. Anticipated Depths of Oil Gas Water and Other Mineral Bearing Zones

The estimated depths at which the top and bottom of the anticipated water, oil, gas. Or other mineral bearing formations are expected to be encountered are as follows:

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Green River	5575'

All fresh water and prospectively valuable minerals encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

All water shows and water-bearing sands will be reported to the BLM in Vernal, Utah. Copies of State of Utah form OGC-8-X are acceptable. If no flows are detected, samples will be submitted to the BLM along with any water analyses conducted.

3. Anticipated Bottom Hole Pressures

Maximum anticipated bottom hole pressure equals approximately 3080.0 psi.

4. Surface Owner

The well pad and access road are located on lands owned by the Ute Tribe.

RECEIVED

JAN 2 1991

DIVISION OF
OIL, GAS AND MINING

CONFIDENTIAL

ONSHORE OIL & GAS ORDER NO. 1
Shenandoah Energy Inc.
GH #5G-32-8-21

DRILLING PROGRAM

SHENANDOAH ENERGY INC.
GYPSUM HILLS #5G-32-8-21
SW NW SEC. 32, T8S, R21E
UINTAH COUNTY, UTAH

See attached maps
Topo map A- Access routes
Topo map B- Proposed Access road
Topo map C- Location of wells within a one mile radius
Topo map D- Proposed pipeline

RECEIVED
JAN 22 1991
BUREAU OF
OIL, GAS AND MINING

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Lessee's or Operator's Representative:

John Busch
Red Wash Operations Rep.
Shenandoah Energy Inc.
11002 East 17500 South
Vernal, Utah 84078
(435) 781-4341

Certification:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil & Gas Orders, the approved plan of operations, and any applicable Notice to Lessees.

Shenandoah Energy Inc. will be fully responsible for the actions of their subcontractors.

A complete copy of the approved Application for Permit to Drill will be furnished to the field representative(s) to ensure compliance and shall be on location during all construction and drilling operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Shenandoah Energy Inc. its' contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

John Busch

John Busch
Red Wash Operations Representative

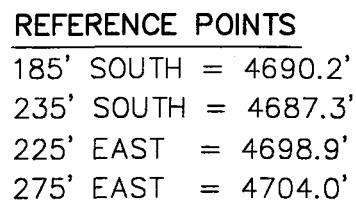
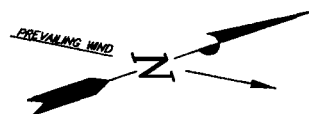
January 19, 2001

Date

SECTION OF
OIL, GAS AND MINING

CONFIDENTIAL

SEC. 32, T8S, R21E, S.L.B.&M.



DATE: 1-16-01

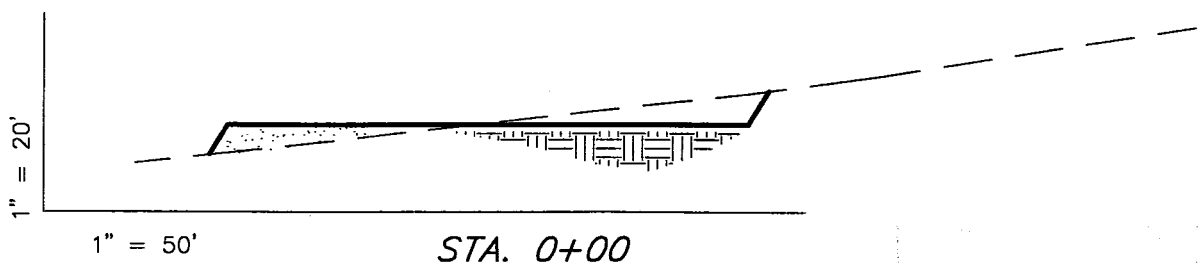
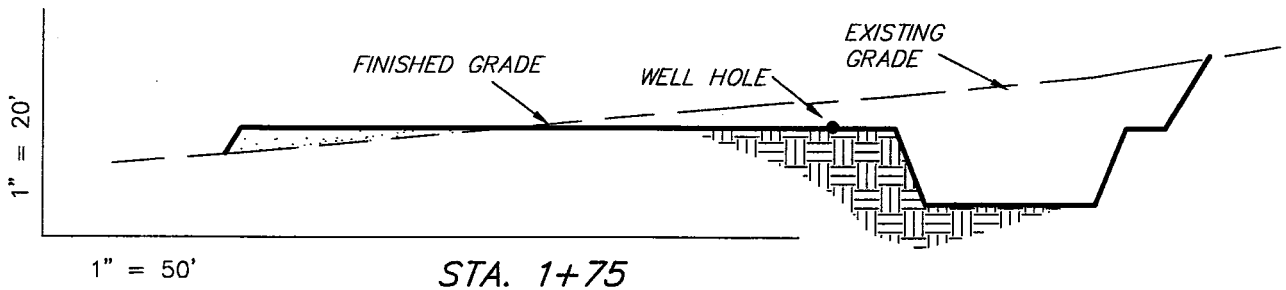
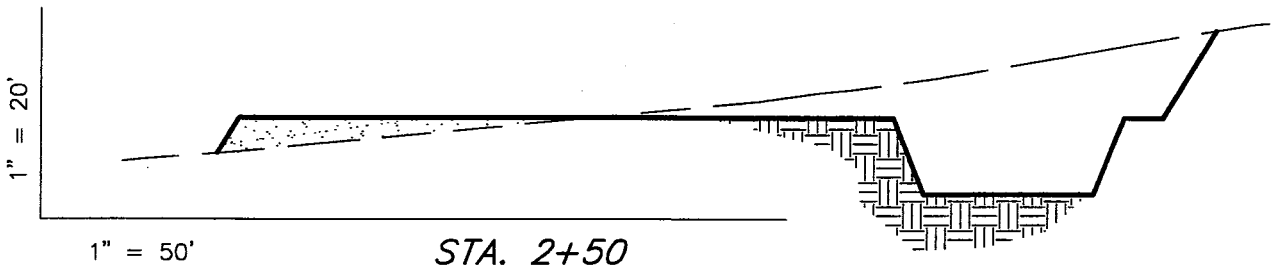
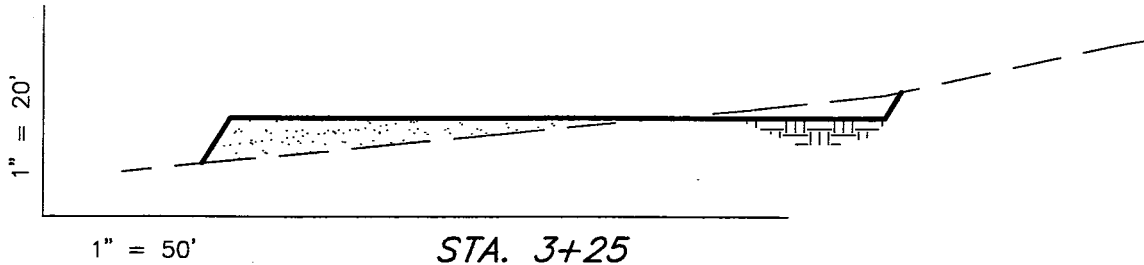
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SHENANDOAH ENERGY INC.

CROSS SECTIONS

GYPSUM HILLS #5W & 5G-32-8-21



APPROXIMATE YARDAGES

CUT = 3,120 Cu. Yds.

FILL = 3,120 Cu. Yds.

PIT = 1,630 Cu. Yds.

12" TOPSOIL = 2,400 Cu. Yds.

SURVEYED BY: D.J.S.

SCALE: 1" = 50'

DRAWN BY: B.J.S.

DATE: 1-16-01

Tri State
Land Surveying, Inc.

(435) 781-2501

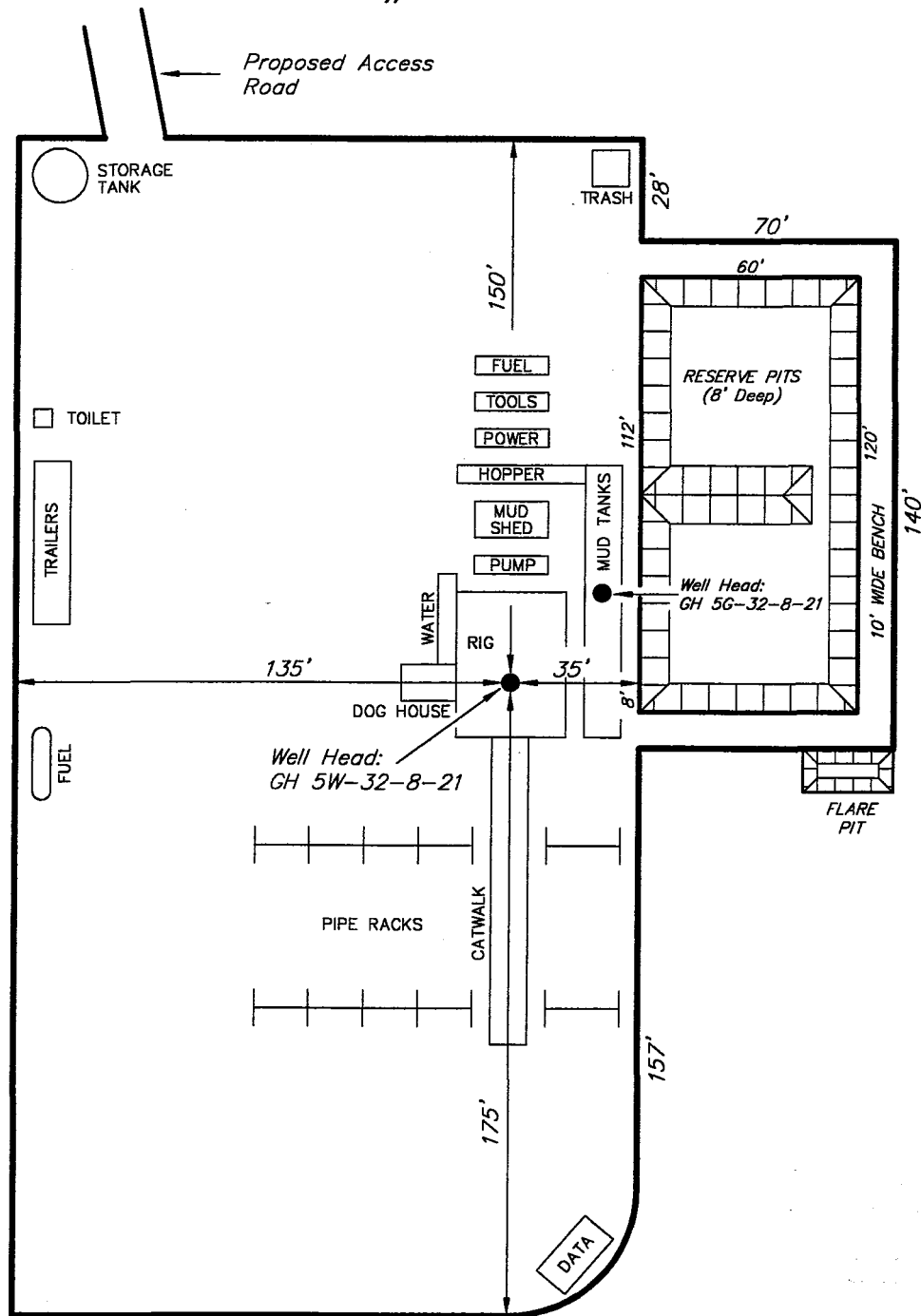
38 WEST 100 NORTH VERNAL, UTAH 84078

CONFIDENTIAL

SHEVANDOAH ENERGY, INC.

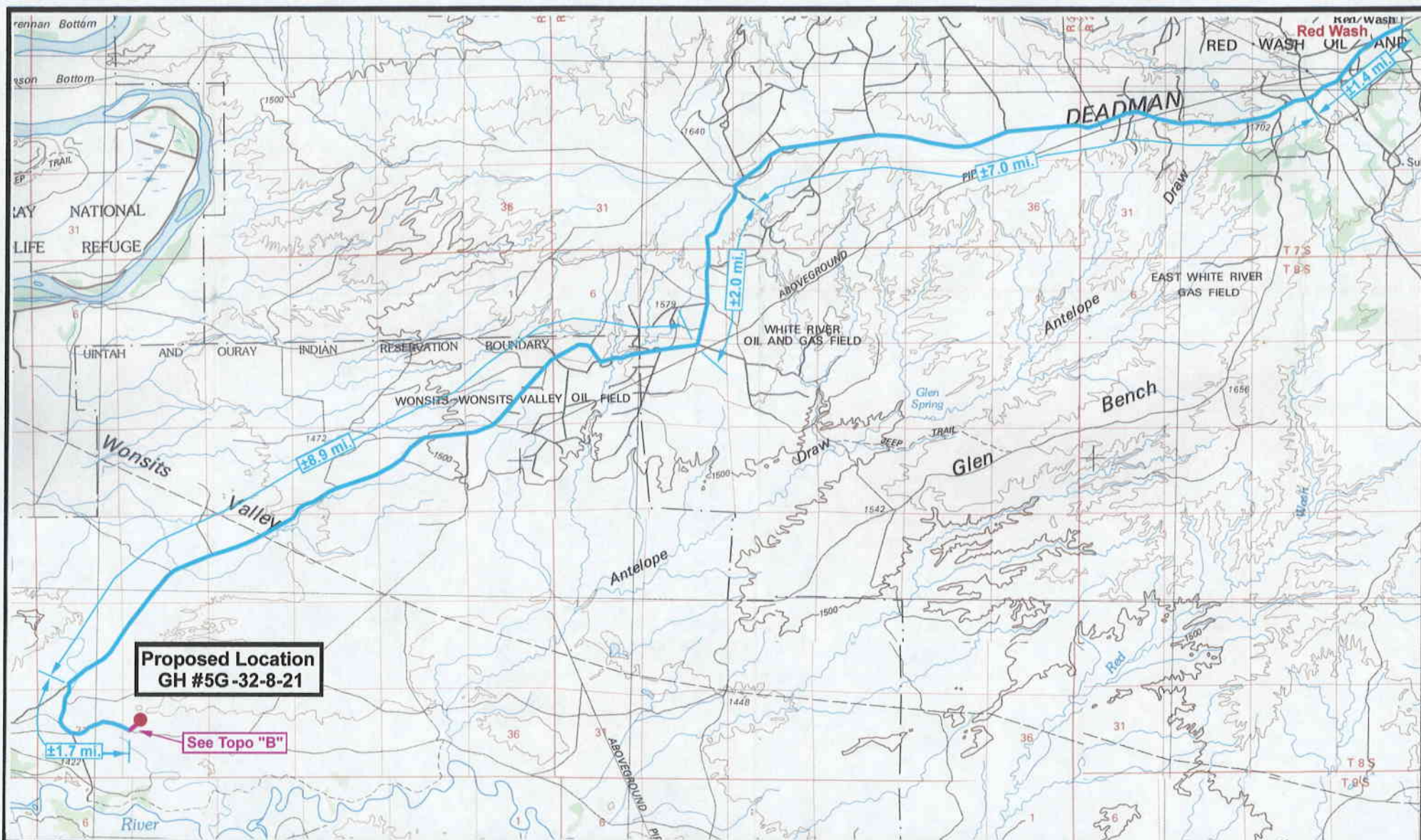
TYPICAL RIG LAYOUT

GYPSUM HILLS #5W & 5G-32-8-21



Tri State
Land Surveying, Inc.
(435) 781-2501
38 WEST 100 NORTH, VERNAL, UTAH 84078

CONFIDENTIAL



SHENANDOAH ENERGY INC.

GYPSUM HILLS #5G-32-8-21

SEC. 32, T8S, R21E, S.L.B.&M.

TOPOGRAPHIC MAP "A"



Drawn By: SS

Revision:

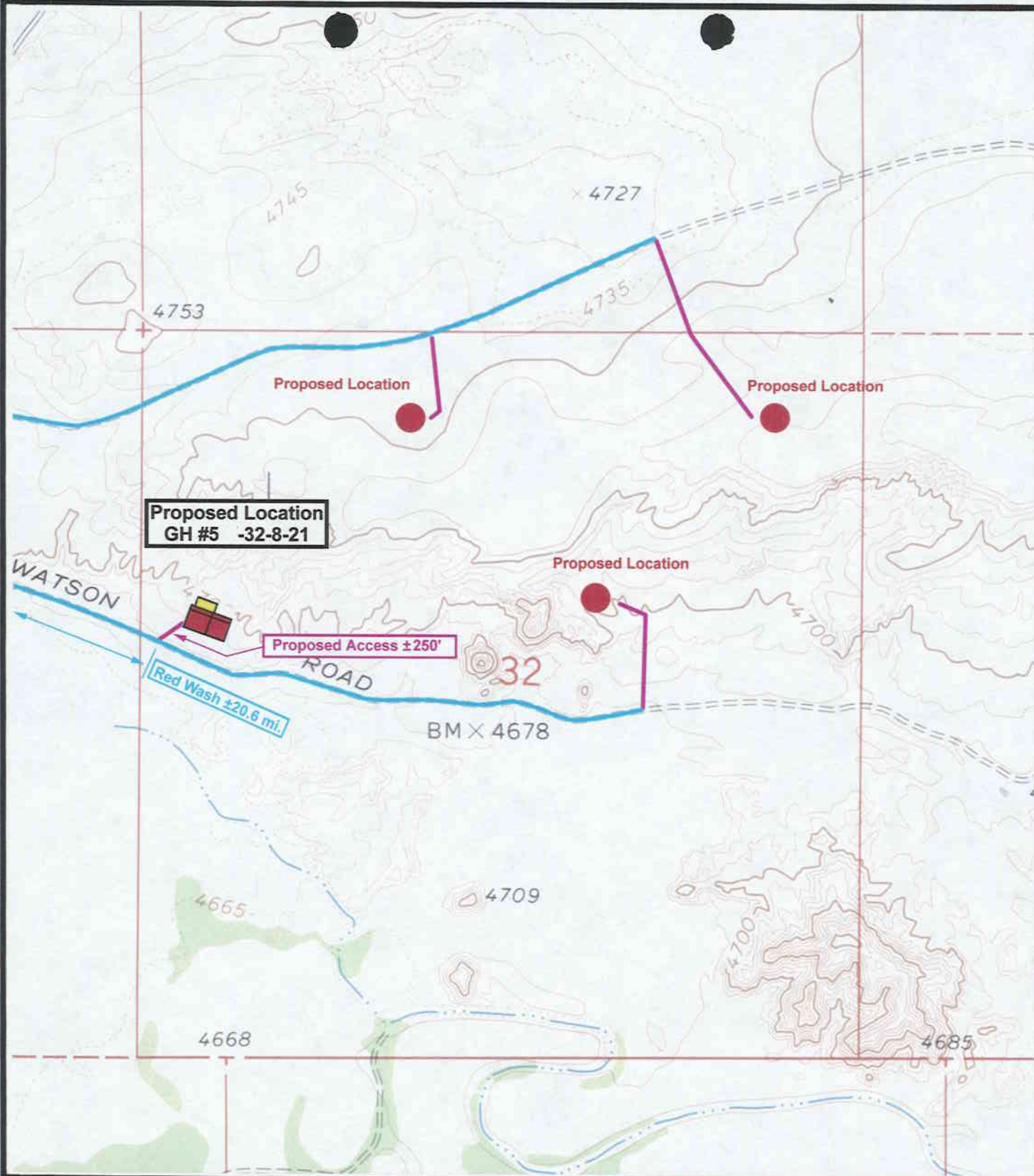
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File:

Date: 5-8-00

Tri-State Land Surveying Inc.
P.O. Box 533, Vernal, UT 84078
435-781-2501 Fax 435-781-2518

CONFIDENTIAL



SHENANDOAH ENERGY INC.

GYPSUM HILLS #5G-32-8-21

SEC. 32, T8S, R21E, S.L.B.&M.

TOPOGRAPHIC MAP "B"



Drawn By: SS

Revision:

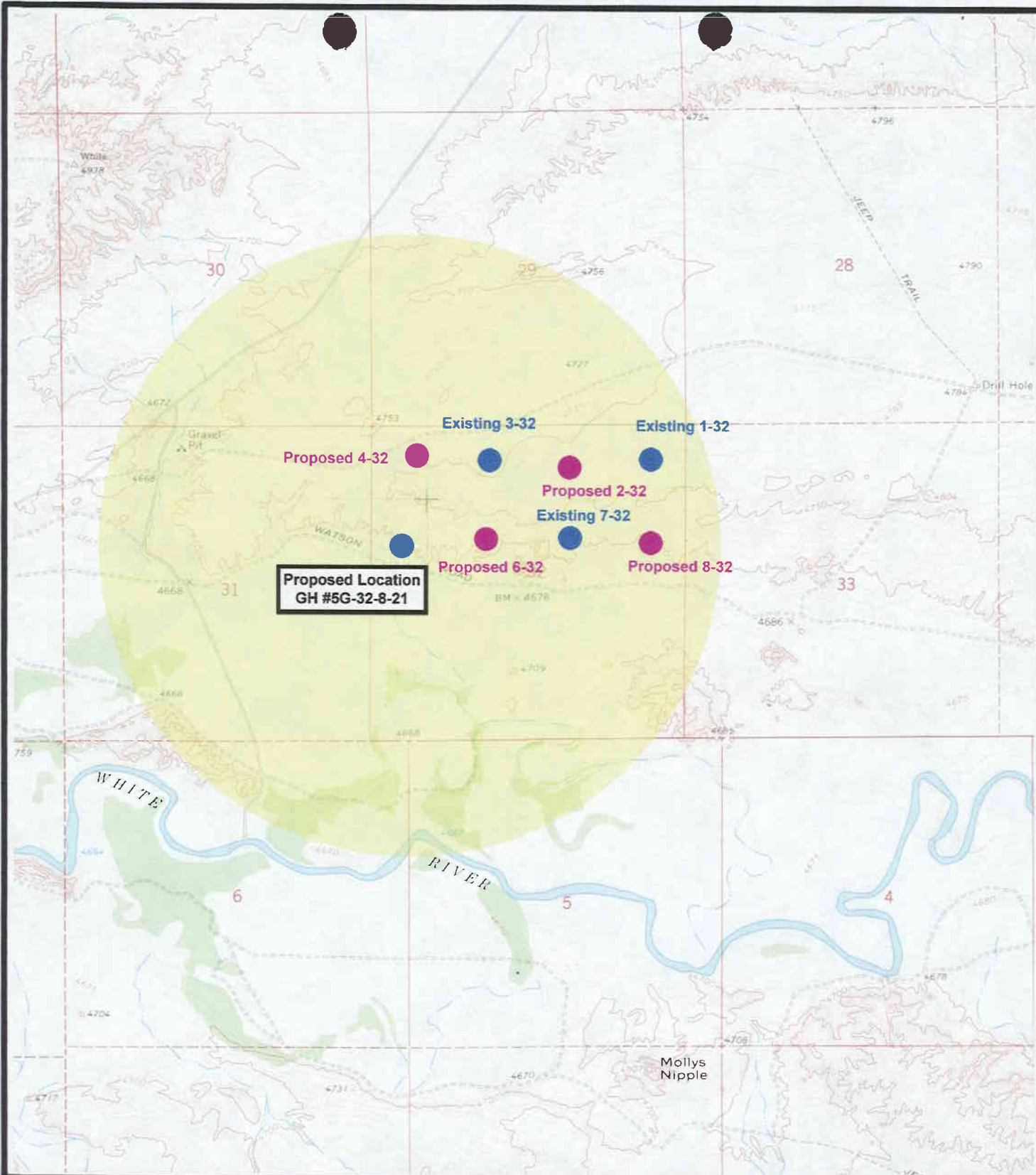
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File:

Date: 5-8-00

Tri-State Land Surveying Inc.
P.O. Box 533, Vernal, UT 84078
435-781-2501 Fax 435-781-2518

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SHENANDOAH ENERGY INC.

**GYPSUM HILLS #5G-32-8-21
SEC 32. T8S, R21E, S.L.B.&M.**

TOPOGRAPHIC MAP "C"



Drawn By: bgm

Revision:

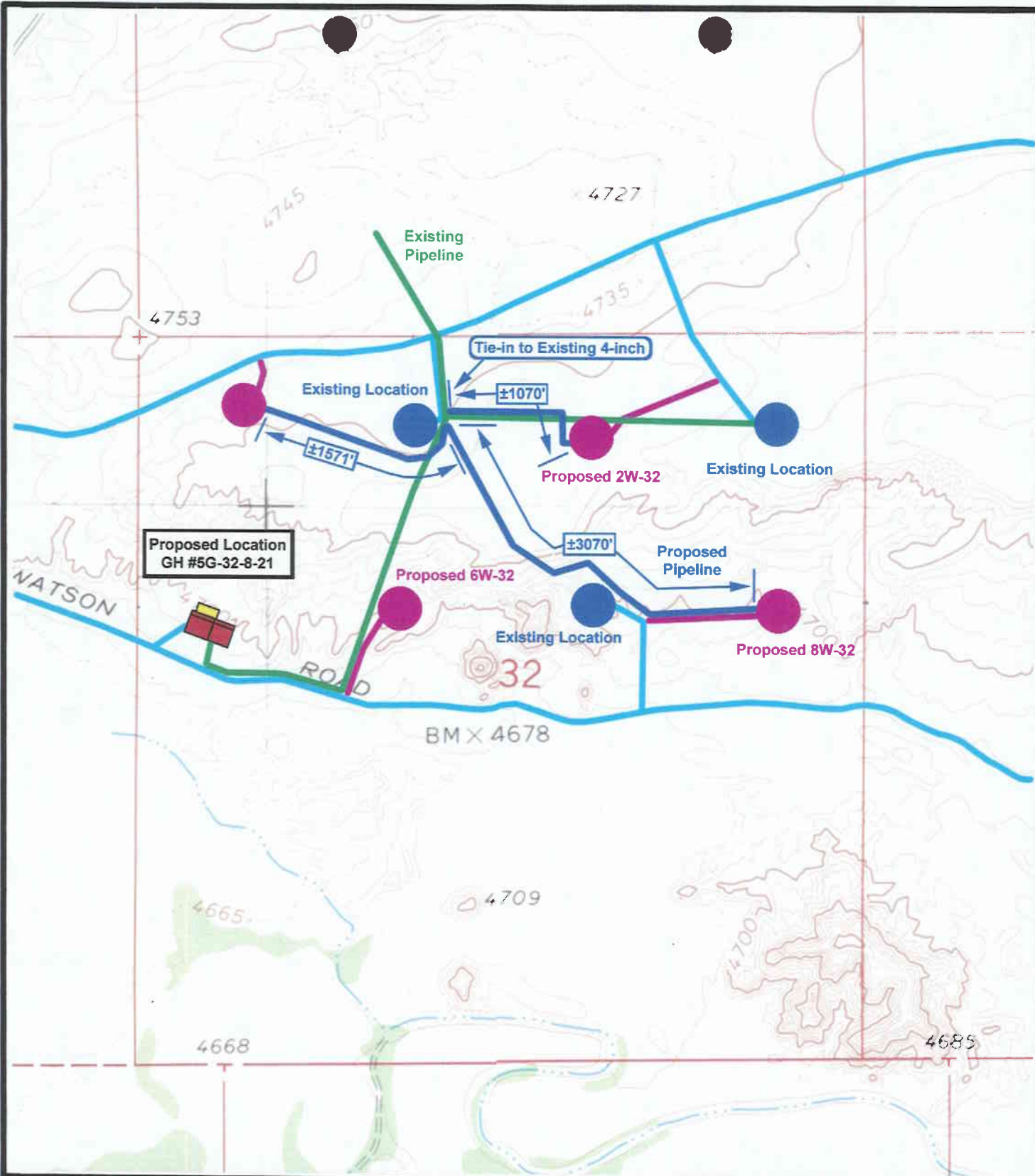
Scale:

File:

Date: 12-19-2000

**Tri-State Land Surveying Inc.
P.O. Box 533, Vernal, UT 84078
435-781-2501 Fax 435-781-2518**

CONFIDENTIAL



SHENANDOAH ENERGY INC.

GYPSUM HILLS #5G-32-8-21
SEC 32. T8S, R21E, S.L.B.&M.

TOPOGRAPHIC MAP "D"



Drawn By: bgm

Revision:

Scale: 1" = 1000'

File:

Date: 12-19-2000

Tri-State Land Surveying Inc.
P.O. Box 533, Vernal, UT 84078
435-781-2501 Fax 435-781-2518

CONFIDENTIAL

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 01/22/2001

API NO. ASSIGNED: 43-047-33866

WELL NAME: GH 5G-32-8-21

OPERATOR: SHENANDOAH ENERGY INC (N4235)

CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

SWNW 32 080S 210E

SURFACE: 2057 FNL 0400 FWL

BOTTOM: 2057 FNL 0400 FWL

UINTAH

NATURAL BUTTES (630)

LEASE TYPE: 3-Stack

LEASE NUMBER: ML-22052

SURFACE OWNER: 2-Indian

PROPOSED FORMATION: GRRV

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	<i>Ram</i>	<i>1/24/01</i>
Geology		
Surface		

RECEIVED AND/OR REVIEWED:

☒ Plat

☒ Bond: Fed[] Ind[] Sta[3] Fee[]
(No. 159261960)

☐ Potash (Y/N)

☐ Oil Shale (Y/N) *190-5 (B) or 190-3

☒ Water Permit

(No. 43-8496)

☐ RDCC Review (Y/N)

(Date: _____)

☐ Fee Surf Agreement (Y/N)

LOCATION AND SITING:

☐ R649-2-3. Unit _____

☐ R649-3-2. General

☒ Siting: 460' From Qtr/Qtr & 920' Between Wells

☒ ~~R649-3-3.~~ Exception

☒ Drilling Unit

Board Cause No: 173-16

Eff Date: 1-13-2000

Siting: 460' fr. Qtr/Qtr & 920' between wells.

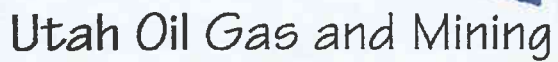
☐ R649-3-11. Directional Drill

COMMENTS:

BIA Row (Rec'd 1-24-01)

STIPULATIONS: ① Upon completion of the 5G-32-8-21 as a
GR R/R Production, the SW-32-8-21 will be recompleted
as a WASATCH PRODUCTION ONLY.

② STATEMENT OF BASIS



CAUSE: 173-16



**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

Operator Name: Shenandoah Energy Inc.

Name & Number: GH #5G-32-8-21

API Number: 43-047-33866

Location: 1/4, 1/4 SWNW Sec. 32 T. 8S R. 21E

Geology/Ground Water:

Shenandoah proposes to set 450' of surface casing at this location. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 200'. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of section 32. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing program should adequately protect any underground sources of useable water.

Reviewer: Brad Hill

Date: 01/25/01

Surface:

Surface rights at the proposed location are owned by the Ute Indian Tribe. Shenandoah is responsible for obtaining any rights-of-way or surface permits needed from the Ute Tribe.

Reviewer: Brad Hill

Date: 01/25/01

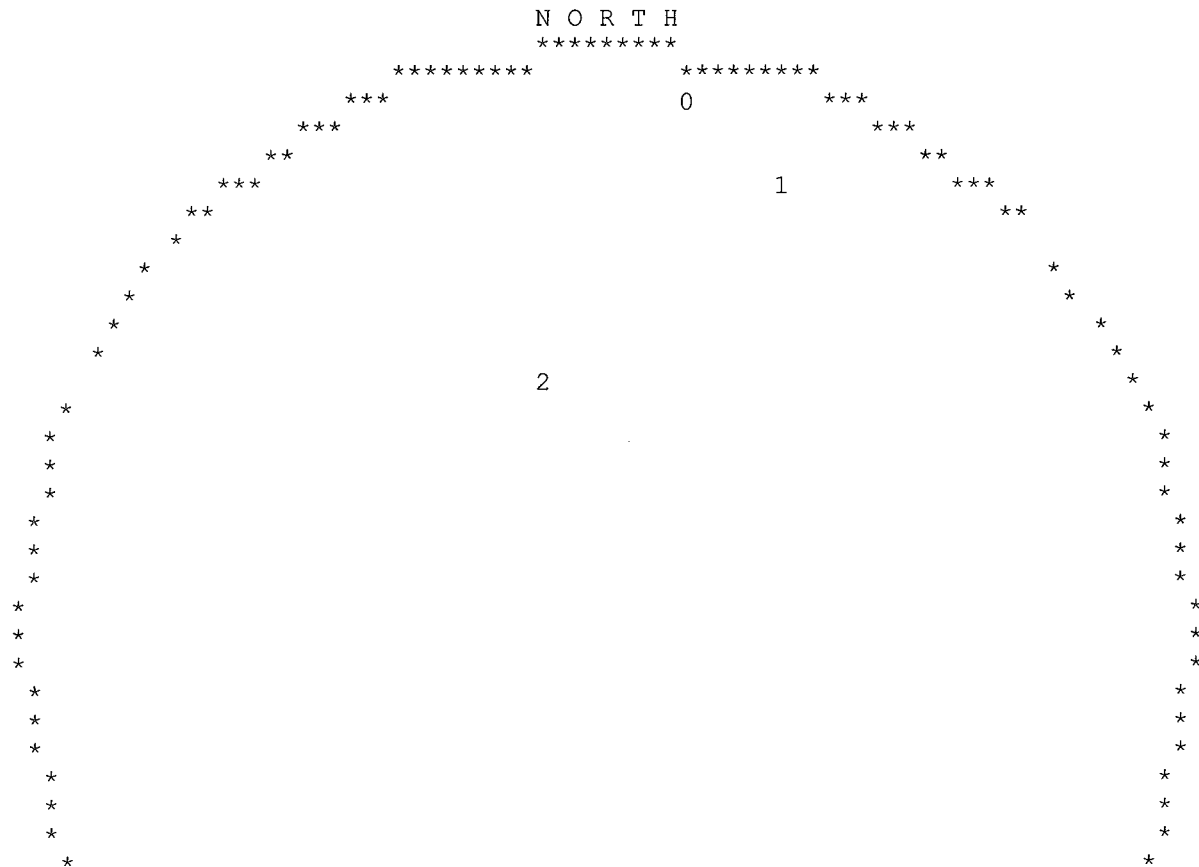
Conditions of Approval/Application for Permit to Drill:

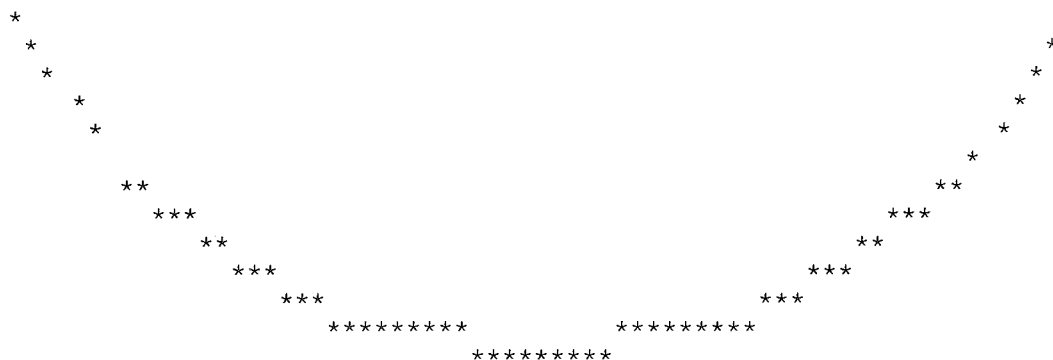
None.

UTAH DIVISION OF WATER RIGHTS
WATER RIGHT POINT OF DIVERSION PLOT CREATED THU, JAN 25, 2001, 12:39 PM
PLOT SHOWS LOCATION OF 3 POINTS OF DIVERSION

PLOT OF AN AREA WITH A RADIUS OF 10000 FEET FROM A POINT
FEET, FEET OF THE CT CORNER,
SECTION 32 TOWNSHIP 8S RANGE 25E SL BASE AND MERIDIAN

PLOT SCALE IS APPROXIMATELY 1 INCH = 4000 FEET





UTAH DIVISION OF WATER RIGHTS
NWPLAT POINT OF DIVERSION LOCATION PROGRAM

MAP CHAR	WATER RIGHT	QUANTITY CFS AND/OR	AC-FT	SOURCE DESCRIPTION or WELL INFO DIAMETER DEPTH YEAR LOG	POINT OF DIVERSION DESCRIPTION NORTH EAST CNR SEC TWN RNG B&M
0	49 656	.0000	.25	South Hacking Reservoir	N 1300 W 1300 SE 20 8S 25E SL
				WATER USE(S): STOCKWATERING OTHER	PRIORITY DATE: 00/00/186
				USA Bureau of Land Management	Salt Lake City
1	49 654	.0000	.25	Cayote Basin Reservoir #2	S 500 E 200 NW 28 8S 25E SL
				WATER USE(S): STOCKWATERING OTHER	PRIORITY DATE: 00/00/186
				USA Bureau of Land Management	Salt Lake City
2	49 653	.0000	1.00	Cayote Basin Reservoir #1	S 1200 E 1600 W4 29 8S 25E SL
				WATER USE(S): STOCKWATERING OTHER	PRIORITY DATE: 00/00/186
				USA Bureau of Land Management	Salt Lake City



**United States Department of the Interior
BUREAU OF INDIAN AFFAIRS**

**Uintah and Ouray Agency
P. O. Box 130
988 South 7500 East
Fort Duchesne, Utah 84026-0130
(801) 722-4300**

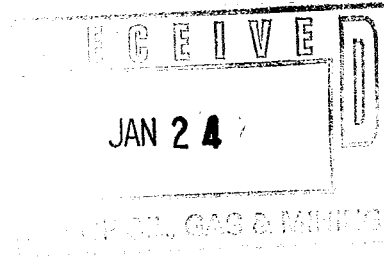
**IN REPLY REFER TO:
Minerals and Mining
(801) 722-4310**

January 24, 2001

To: Mr. Jerry Kenczka BLM Petroleum Engineer.

Subject: Additional Well Bore on Existing Well Pad

From: Manuel Myore B.I.A, EPS

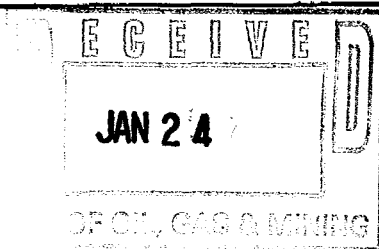


Shenandoah Energy Inc. has submitted a sundry notice for a request to drill an additional well bore on existing well pad, The additional well bore will produce from the Green River formation, There will be no additional surface damages, The existing well location mentioned is the Gypsum Hills Unit GHU-#5W-32-8-21 which now produces from the Wasatch formation, Shenandoah will be using the now existing right-of-way of the GHU #5W-32-8-21, Damage fees will be paid, application and mylars will be filed , after the new well has been surveyed as mentioned in the surface use agreement . It is my recommendation that the project move forward with no further delay, and the operator shall adhere to the stipulation required in the on-site EA and BLM operations regulation.

If you have any concerns or questions, call me at (435) 722-4313.

cc. Ute Tribe EMRD
BIA files- Minerals & Mining

SHENANDOAH ENERGY INC.
Western District



11002 East 17500 North
Vernal, UT 84078
(435) 731-4300 Phone
(435) 731-4329 FAX

FAX TO: Lisha Cordova

FROM: Raleen Searle

Pages Including Cover: 3

RE: Lisha-

Here's the exception letter
and the explanation of what we
plan on doing.

Thanks-

Raleen

SHENANDOAH ENERGY INC.

11002 East 17500 South

Vernal, UT 84078

Phone: (435) 781-4300

Fax (435) 781-4329

January 24, 2001

Division of Oil, Gas & Mining
1594 W. N. Temple STE 1210
Salt Lake City, UT 84114-5801

To Whom It May Concern:

Shenandoah Energy Inc. Gypsum Hills #5G-32-8-21 is an exception location due to the distance between the well bore and west section line because of the location of an existing producing well. This location is also an exception location because it's not 920' away from an existing well. This lease (ML-22052) is under the Gypsum Hills Agreement and all owners are committed under the Unit Agreement.

There are no additional lease owners within 460' of this proposed well. If you have any question please contact Raleen Searle @ (435) 781-4309.

Thank you,



Raleen Searle

Administrative Assistant

SHENANDOAH ENERGY INC.

11002 East 17500 South

Vernal, UT 84078

Phone: (435) 781-4300

Fax (435) 781-4329

January 24, 2001

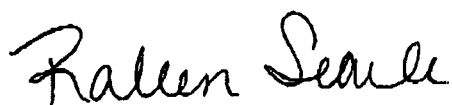
Division of Oil, Gas & Mining
1594 W. N. Temple STE 1210
Salt Lake City, UT 84114-5801

To Whom It May Concern:

Shenandoah Energy Inc. on December 6, 2000 we received approval to recompleate the GH #5W-32-8-21 to produce to the Green River formation. Upon the recompleation the production that we have been receiving from the Green River formation has put a need to drill a second well bore to produce from this formation. Upon approval of the GH #5G-32-8-21 we will cease production on the GH #5W-32-8-21 and recompleate it again to produce from the Wasatch formation.

If you have any question please contact Raleen Searle @ (435) 781-4309.

Thank you,



Raleen Searle

Administrative Assistant

WELL DATA

WELL SEARCH

WELL DATA

WELL HISTORY

WELL ACTIVITY

WELL NAME **GH 5W-32-8-21** API NUMBER **4304733572** WELL TYPE **GW** WELL STATUS **P**
OPERATOR **SHENANDOAH ENERGY INC** ACCOUNT **N4235** ALT. ADDRESS FLAG **#** FIRST PRODUCTION **8 28 2000**
FIELD NAME **NATURAL BUTTES** FIELD NUMBER **630** LA/PA DATE

WELL LOCATION:

SURF LOCATION **2079 FNL 0469 FWL**Q. S. T. R. M. **S W W W 32 08.0 S 21.0 E S**COUNTY **UINTAH**

UTM Coordinates:

SURFACE - N **4437515.00**SURFACE - E **620642.00**BHL - N **0**BHL - E **0**CONFIDENTIAL FLAG **C**CONFIDENTIAL DATE **9 28 2001**

DIRECTIONAL | HORIZONTAL

HORIZONTAL LATERALS **0**FIELD TYPE **D**

WILDCAT TAX FLAG

CB-METHANE FLAG

ELEVATION **4696 GR**BOND NUMBER **159261960**BOND TYPE **3**LEASE NUMBER **ML-22052**MINERAL LEASE TYPE **3**SURFACE OWNER TYPE **2**INDIAN TRIBE **UTE**

C.A. NUMBER

UNIT NAME

CUMULATIVE PRODUCTION:

OIL **35**GAS **2814**WATER **25**

COMMENTS 000803 ENTITY ADDED:001011 REQ CONF:001212 INT RECOMPL FR WSTC TO GRRWTST PZ:010024 APD
5G/4304733866 RECD GR PZ:WHEN PROD ESTABLISHED OP WILL RECOMPL 5W BACK TO WSTC PZ:

Create New Rec

Save

Cancel Change

To History

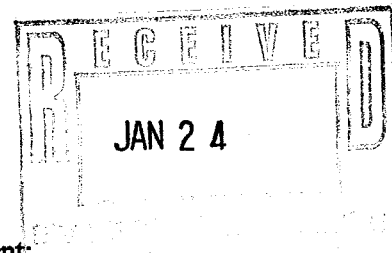
To Activity

Print Record



ONSHORE OIL & GAS ORDER NO. 1
 Shenandoah Energy Inc.
 Gypsum Hills #5G-32-8-21

DRILLING PROGRAM



3. Operator's Specification for Pressure Control Equipment:

- A. 2,000 psi W.P. Double Gate BOP or Single Gate BOP (schematic attached)
- B. Functional test daily
- C. All casing strings shall be pressure tested (0.2 psi/foot or 1500 psi, whichever is greater) prior to drilling the plug after cementing; test pressure shall not exceed the internal yield pressure of the casing.
- D. Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 70 percent of internal yield pressure of casing whichever is less. Tests shall be done at the time of installation, prior to drilling out and weekly. All tests shall be for a period of 15 minutes

4. Casing Program

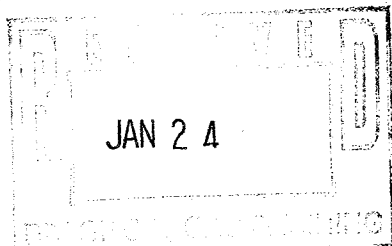
	<u>Depth</u>	<u>Hole Size</u>	<u>Csg Size</u>	<u>Type</u>	<u>Weight</u>	<u>Thread</u>
Surface	450'	12-1/4"	9-5/8"	J-55	36lb/ft (new)	LTC
Production	5575'	7-7/8"	5-1/2"	K-55	15.5lb/ft (new)	LTC

5. Auxiliary Equipment

- A. Kelly Cock – yes
- B. Float at the bit – no
- C. Monitoring equipment on the mud system – visually
- D. Full opening safety valve on the rig floor – yes
- E. Rotating Head – yes
- F. The blooie line shall be at least 6" in diameter and extend at least 100' from the well bore into the reserve/blooie pit.
- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500').
- H. Compressor shall be tied directly to the blooie line through a manifold.

SHENANDOAH ENERGY INC.

Western District



202 East 17500 North
Carmel, UT 84078

(35) 781-4300 Phone

(35) 781-4329 FAX

781-4309 Raleen

FAK TO:

Lisha Cordova

FROM:

Raleen Searle

Pages Including Cover: to

RE: Lisha-

The following is the drilling
program for the GH #56-328-21

Thanks-

Raleen

ONSHORE OIL & GAS ORDER NO. 1
Shenandoah Energy Inc.
Gypsum Hills #5G-32-8-21

DRILLING PROGRAM

ONSHORE OIL & GAS ORDER NO. 1
Approval of Operations on Onshore
Federal Oil and Gas Leases

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas No. 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	2305'	
Mahogany Ledge	3050'	
Green River (TD)	5575'	Oil

2. Anticipated Depths of Oil Gas Water and Other Mineral Bearing Zones

The estimated depths at which the top and bottom of the anticipated water, oil, gas. Or other mineral bearing formations are expected to be encountered are as follows:

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Green River	4575'-5575'

All fresh water and prospectively valuable minerals encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

All water shows and water-bearing sands will be reported to the BLM in Vernal, Utah. Copies of State of Utah form OGC-8-X are acceptable. If no flows are detected, samples will be submitted to the BLM along with any water analyses conducted.

ONSHORE OIL & GAS ORDER NO. 1
 Shenandoah Energy Inc.
 Gypsum Hills #5G-32-8-21

DRILLING PROGRAM

3. Operator's Specification for Pressure Control Equipment:

- A. 2,000 psi W.P. Double Gate BOP or Single Gate BOP (schematic attached) with Horiz.
Ram 1/24/01
- B. Functional test daily
- C. All casing strings shall be pressure tested (0.2 psi/foot or 1500 psi, whichever is greater) prior to drilling the plug after cementing; test pressure shall not exceed the internal yield pressure of the casing.
- D. Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 70 percent of internal yield pressure of casing whichever is less. Tests shall be done at the time of installation, prior to drilling out and weekly. All tests shall be for a period of 15 minutes

4. Casing Program

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg Size</u>	<u>Type</u>	<u>Weight</u>	<u>THRENO.</u>
Surface	450'	12-1/4"	9-5/8"	J-55	36lb/ft (new)	LT 9 C
Production	5575'	7-7/8"	5-1/2"	K-55	15.5lb/ft (new)	LT 9 C

5. Auxiliary Equipment

- A. Kelly Cock – yes
- B. Float at the bit – no
- C. Monitoring equipment on the mud system – visually
- D. Full opening safety valve on the rig floor – yes
- E. Rotating Head – yes
- F. The blooie line shall be at least 6" in diameter and extend at least 100' from the well bore into the reserve/blooie pit.
- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500').

ONSHORE OIL & GAS ORDER NO. 1
Shenandoah Energy Inc.
Gypsum Hills #5G-32-8-21

DRILLING PROGRAM

- H. Compressor shall be tied directly to the blooie line through a manifold.
- I. A mister with a continuous stream of water shall be installed near the end of the blooie lines for dust suppression.
6. Surface hole will be drilled with air, air/mist, foam, or mud depending on hole conditions. Drilling below surface casing will be with water based drilling fluids consisting primarily of fresh water, bentonite, lignite, caustic, lime, soda ash and polymers. No chromates will be used. It is not intended to use oil in the mud, however, in the event it is used, oil concentration will be less than 4% by volume. Maximum anticipated mud weight is 9.5 ppg.

No minimum quantity of weight material will be required to be kept on location.

PVT/Flow Show will be used from base of surface casing to TD.

Gas detector will be used from surface casing depth to TD.

6. Testing, logging and coring program

- A. Cores – none anticipated
- B. DST – none anticipated

Logging – Mud logging – 4500 to TD
GR-SP-Induction
Neutron Density
MRI

- C. Formation and Completion Interval: Green River interval, final determination of completion will be made by analysis of logs.
Stimulation – Stimulation will be designed for the particular area of interest as encountered.

7. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
---------------	---------------	-----------------------------

ONSHORE OIL & GAS ORDER NO. 1
Shenandoah Energy Inc.
Gypsum Hills #5G-32-8-21

DRILLING PROGRAM

Surface	130 sx	Class "G" single slurry mixed to 15.6 ppg, yield = 1.19 cf/sx. Fill to surface with 160 cf (130 sx) calculated. Tail plug used. Allowed to set under pressure
Production	650 sx*	Lead/Tail oilfield type cement circulated in place. Tail slurry: Class "G" + gilsonite and additives as required, mixed to 14.8 ppg, yield = 1.34 cf/sx. Fill to 4200' (\pm 300' above top of Lower Green River). Cement Characteristics: Lead slurry: Class "G" + extender and additives as required, mixed to 11.0 ppg, yield = 3.82 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

*Final cement volumes to be calculated from caliper log with an attempt to be made to circulate cement to the surface. A bond log will be run across the zone of interest and across zones as required by the authorized officer to insure protection of natural resources. }

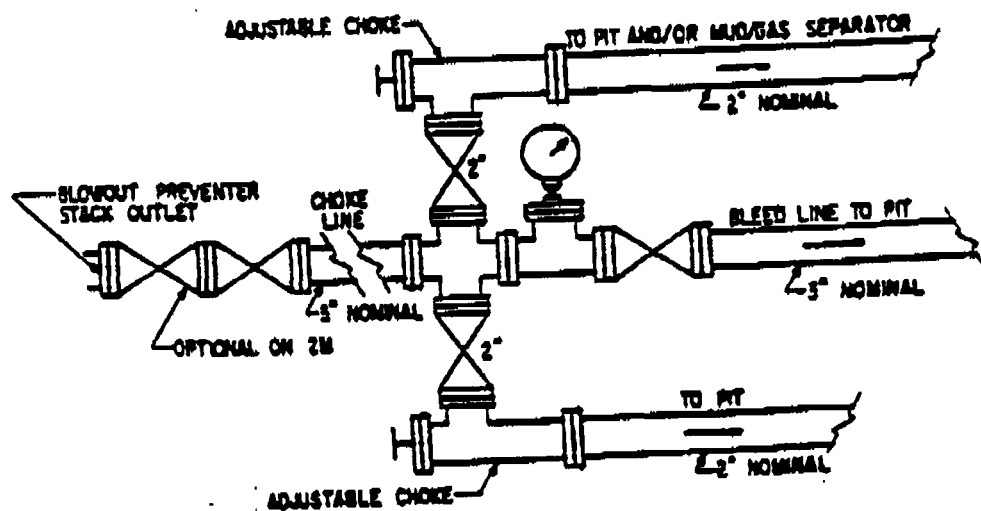
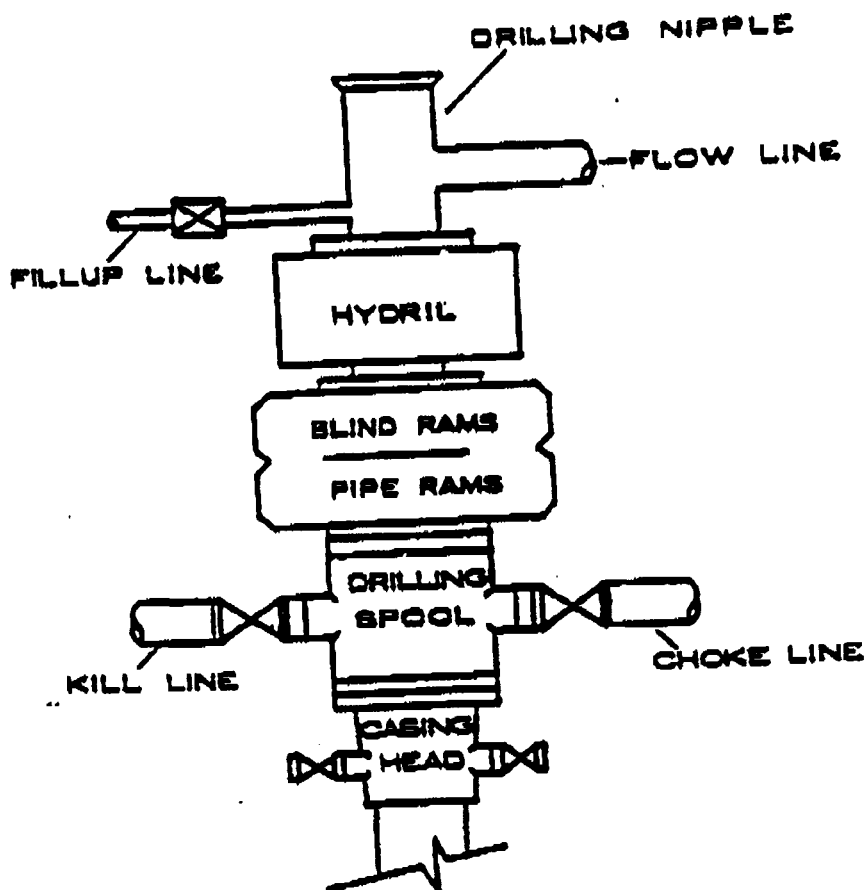
8. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 2560 psi. Maximum anticipated bottom hole temperature is 140° F.

RWU/WVU & AREA LEASES (Green River Wells)
Version May 26, 2000

Drilling Program

SCHEMATIC DIAGRAM OF 2,000 PSI BOP STACK



Well name:	01-01 Shennandoah 5G-32-8-21	
Operator:	Shenandoah	Project ID:
String type:	Surface	43-047-33866
Location:	Uintah Co.	

Design parameters:

Collapse

Mud weight: 9.250 ppg
Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 71 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 450 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 0 psi
Internal gradient: 0.481 psi/ft
Calculated BHP 216 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 388 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 5,575 ft
Next mud weight: 9.250 ppg
Next setting BHP: 2,679 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 450 ft
Injection pressure 450 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	450	9.625	36.00	J-55	LT&C	450	450	8.796	32
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	216	2020	9.34	216	3520	16.28	16	453	27.96 J

Prepared R.A.McKee
by: Utah Dept. of Natural Resources

Date: January 24,2001
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 450 ft, a mud weight of 9.25 ppg The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:

01-01 Shennandoah 5G-32-8-21

Operator: **Shenandoah**String type: **Production**

Project ID:

43-047-33866

Location: **Uintah Co.****Design parameters:****Collapse**

Mud weight: 9.250 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 65 °F

Bottom hole temperature: 143 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 1,500 ft

Cement top: Surface

Burst

Max anticipated surface

pressure: 0 psi

Internal gradient: 0.481 psi/ft

Calculated BHP 2,679 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 4,795 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	5575	5.5	15.50	K-55	LT&C	5575	5575	4.825	174.8
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	2679	4040	1.51	2679	4810	1.80	86	239	2.77 J

Prepared R.A.McKee
by: Utah Dept. of Natural Resources

Date: January 24,2001
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

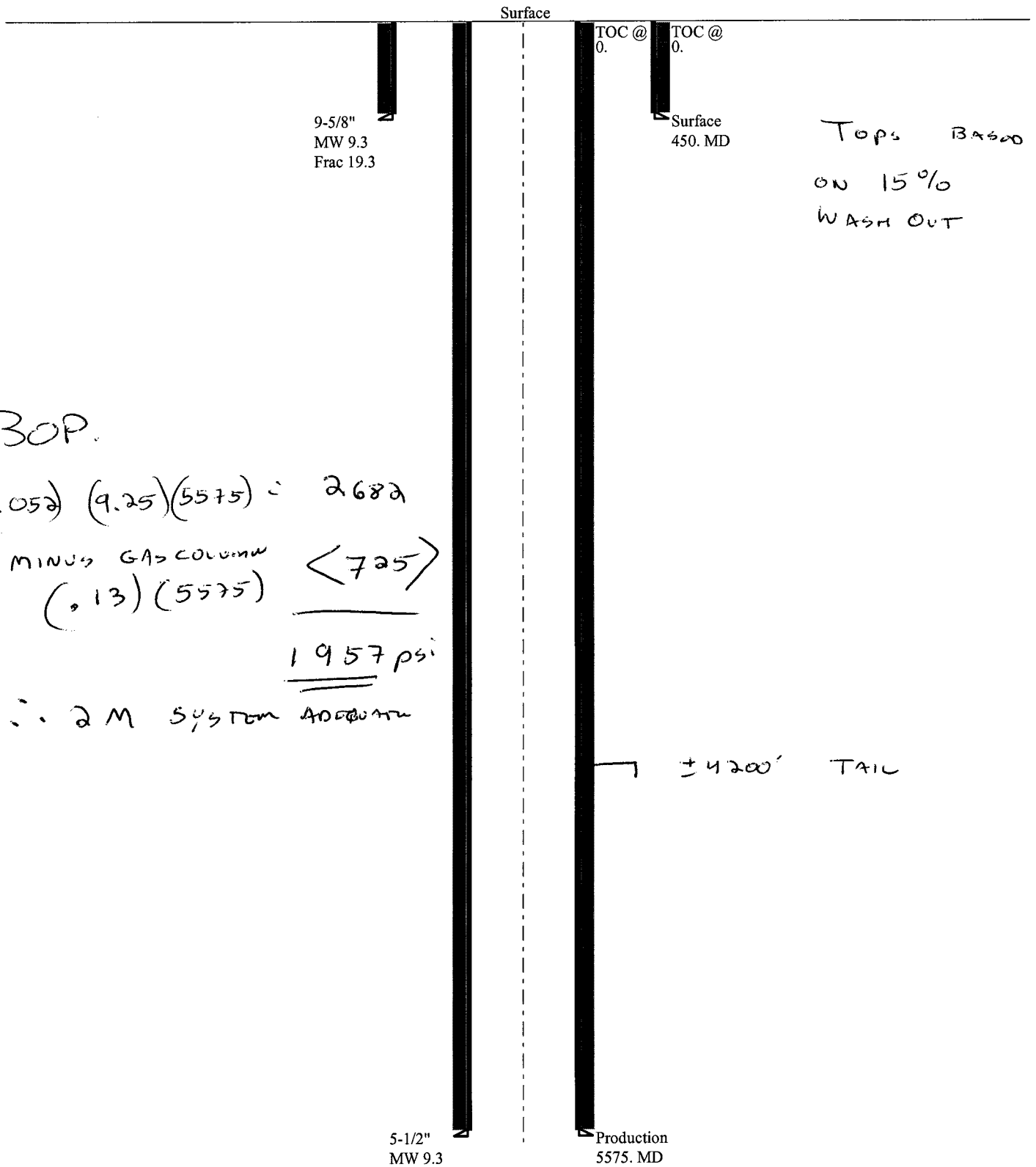
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 5575 ft, a mud weight of 9.25 ppg The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Casing Schematic



Form 3160-3
(July 1992)SUBMIT IN TRIPLICATE*
(Other instructions on
reverse side)FORM APPROVED
GSM NO. 1004-0130
Expires February 23, 1998

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1. TYPE OF WORK

DRILL ☒DEEPEN ☐

2. TYPE OF WELL

OIL

WELL ☒

GAS

WELL ☐OTHER ☐

SINGLE

ZONE ☒

MULTIPLE

ZONE ☐

3. NAME OF OPERATOR

Shenandoah Energy Inc.

3. ADDRESS AND TELEPHONE NO. Phone: 435-781-4341

11002 East 17500 South

Fax: 435-781-4329

Vernal, Utah 84078

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)

At surface

2057' FNL 400' FWL SW NW

At proposed prod. Zone

Same

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

15 miles West of Redwash Utah

15. DISTANCE FROM PROPOSED LOCATION TO NEAREST

400'

16. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETES, OR APPLIED FOR ON THIS LEASE, FT.

2500' ±

17. PROPOSED DEPTH

5575

21. ELEVATIONS (Show whether DF, RT, OR, etc.)

4695.1'

23. PROPOSED CASING AND CEMENTING PROGRAM

REFER TO S.O.P.

Shenandoah Energy Inc. proposes to drill a well to 5575' to test the Green River. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

Operations will be according to Standard Operating procedures for the Gypsum Hills Unit.

See Onshore Order No. 1 attached.

Please be advised that Shenandoah Energy Inc. is considered to be the operator of the above mentioned well. Shenandoah Energy Inc. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Bond coverage for this well is provided by Bond No. 159261060. The principal is Shenandoah Energy Inc. via surety as consent as provided for in 43 CFR 3104.2.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen, describe location, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout prevention program if any.

24

SIGNED

John Busch

John Busch

TITLE Red Wash Operations Representative

DATE 1/19/01

(This space for Federal or State office use)

PERMIT NO.

43-047-338/6

APPROVAL DATE

Application approval does not warrant or certify that the applicant holds valid or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY

BRADLEY G. HILL
RECLAMATION SPECIALIST III

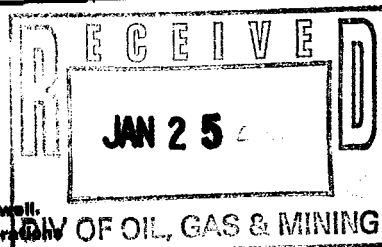
DATE 01-25-01

CONFIDENTIAL

*See Instructions On Reverse Side

This is U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**Federal Approval of this
Action is Necessary**

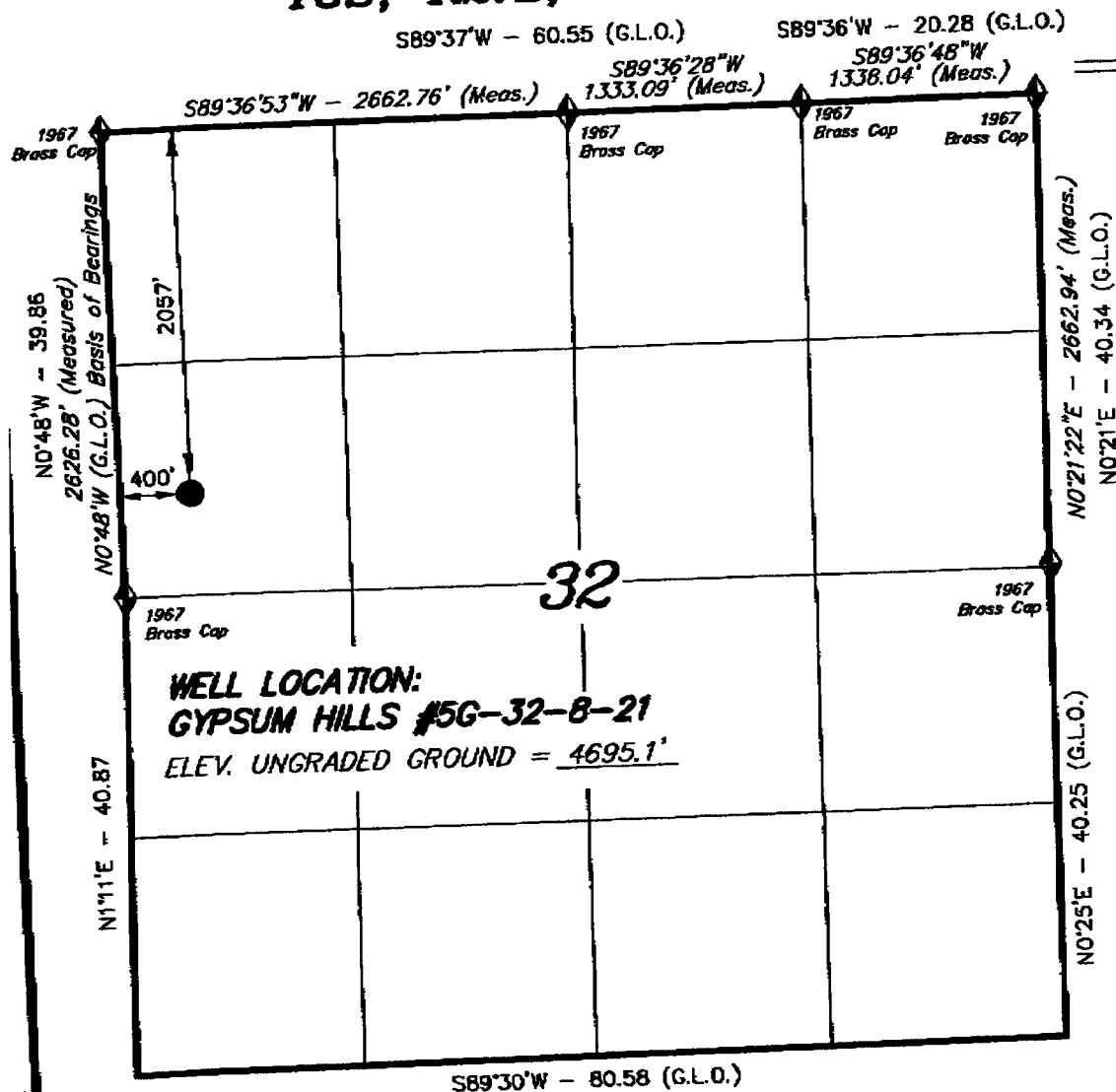


T8S, R21E, S.L.B.&M.

S89°37'W - 60.55 (G.L.O.) S89°36'W - 20.28 (G.L.O.)

SHENANDOAH ENERGY, INC.

WELL LOCATION, GYPSUM HILLS
#5G-32-8-21, LOCATED AS SHOWN IN
THE SW 1/4 NW 1/4 OF SECTION 32,
T8S, R21E, S.L.B.&M. UTAH COUNTY,
UTAH.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS
PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS
MADE BY ME OR UNDER MY SUPERVISION AND THAT
THE SAME ARE TRUE AND CORRECT TO THE BEST OF
MY KNOWLEDGE AND BELIEF.

No. 18937

REGISTERED LAND SURVEYOR
REGISTRATION NO. 18937
STATE OF UTAH

TRI STATE LAND SURVEYING & CONSULTING
38 WEST 100 NORTH - VERNAL, UTAH 84078
(435) 781-2501

SCALE:	1" = 1000'	SURVEYED BY:	D.J.S.
DATE:	1-23-01	WEATHER:	FAIR
DRAWN BY:	J.R.S.	FILE #	

GH #56-32-8-21
LATITUDE = 40° 04' 51.96"
LONGITUDE = 109° 35' 08.87"

 = SECTION CORNERS LOCATED

BASIS OF ELEV; U.S.G.S. 7-1/2 min QUAD (OURAY SE)



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210

PO Box 145801

Salt Lake City, Utah 84114-5801

801-538-5340

801-359-3940 (Fax)

801-538-7223 (TDD)

January 25, 2001

Shenandoah Energy, Inc.
11002 E 17500 S
Vernal, UT 84078

Re: Gypsum Hills 5G-32-8-21 Well, 2057' FNL, 400' FWL, SW NW, Sec. 32, T. 8 South,
R. 21 East, Uintah County, Utah

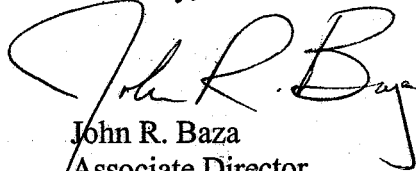
Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-33866.

Sincerely,



John R. Baza
Associate Director

er

Enclosures

cc: Uintah County Assessor
SITLA

Operator: Shenandoah Energy, Inc.
Well Name & Number Gypsum Hills 5G-32-8-21
API Number: 43-047-33866
Lease: ML 22052

Location: SW NW **Sec.** 32 **T.** 8 South **R.** 21 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
- 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. Upon completion of the 5G-32-8-21 as a Green River producer, the 5W-32-8-21 will be recompleted as a Wasatch producer only.

TRANSACTION REPORT

P.01

JAN-26-2001 FRI 10:18 AM

FOR: OIL, GAS & MINING

801 359 3940

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE	M#	DP
JAN-26	10:14 AM	14357814323	3'00"	6	SEND	OK	997	

TOTAL : 3M OS PAGES: 6



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Kathleen Clarke
Executive Director
Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

UTAH DIVISION OF OIL, GAS AND MINING
FACSIMILE COVER SHEET

DATE: 1/26/01

FAX #: 435-781-4323

ATTN: Raylene

COMPANY: Shenandoah

DEPARTMENT: _____

NUMBER OF PAGES: (INCLUDING THIS ONE) 6

FROM: Earlene Russell 801 538 5277

IF NO FAX MACHINE, PLEASE CALL (801) 538-5340

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well

Oil

Gas



Well



Well



Other

CONFIDENTIAL

2. Name of Operator

SHENANDOAH ENERGY, INC

3. Address and Telephone No.

11002 E. 17500 S. VERNAL, UT 84078-8526

(801) 781-4306

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

2057' FNL, 400' FWL, SW NW, SECTION 32, T8S, R21E, SLBM

5. Lease Designation and Serial No.

ML-22052

6. If Indian, Allottee or Tribe Name

N/A

7. If Unit or CA, Agreement Designation

GYP SUM HILLS UNIT

8. Well Name and No.

Gypsum Hills 5G 32 8 21

9. API Well No.

43-047-33866

10. Field and Pool, or Exploratory Area

Gypsum Hills -Green River

11. County or Parish, State

UINTAH, UTAH

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION



Notice of Intent



Subsequent Report



Final Abandonment Notice

TYPE OF ACTION



Abandonment



Recompletion



Plugging Back



Casing Repair



Altering Casing



Other SPUD DATE



Change of Plans



New Construction



Non-Routine Fracturing



Water Shut-Off



Conversion to Injection



Dispose Water

(Note) Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work)

THIS WELL WAS SPUD 1/26/01. DRILL 482' OF 12 1/4" HOLE. Run 472.2' of 36# j-55 9 5/8" csg (11jts).

14. I hereby certify that the foregoing is true and correct.

Signed D. C. BEAMAN

D. C. Beaman

OFFICE MANAGER

Date

01/18/01

(This space for Federal or State office use)

Approved by:

Title

Date

Conditions of approval, if any

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*See instruction on Reverse Side

CONFIDENTIAL

OPERATOR: **Shenandoah Energy, Inc.**
ADDRESS: **11002 East 17500 South
Vernal, Utah 84078-8526**

OPERATOR ACCT. No. 4235

(801)781-4300

Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
A	99999	13037	43-047-33866	GH 5G 32 8 21	SW NW	32	8S	21E	Uintah	1/26/01	1-26-01
WELL 1 COMMENTS: New well drilled in the Gypsum Hills Green River not part of the unit. 2-6-01											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected

(3/89)

Doris C. Beaman
Signature

Office Manager 01/29/01
Title Date

Phone No. (801) 781-4306

CONFIDENTIAL

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well Oil Gas <input checked="" type="checkbox"/> Well <input type="checkbox"/> Well <input type="checkbox"/> Other	5. Lease Designation and Serial No. ML-22052
2. Name of Operator SHENANDOAH ENERGY, INC	6. If Indian, Allottee or Tribe Name N/A
3. Address and Telephone No. 11002 E. 17500 S. VERNAL, UT 84078-8526 (801) 781-4306	7. If Unit or CA, Agreement Designation GYPSUM HILLS UNIT
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) 2057' FNL, 400' FWL, SW NW, SECTION 32, T8S, R21E, SLBM	8. Well Name and No. Gypsum Hills 5G 32 8 21
	9. API Well No. 43-047-33866
	10. Field and Pool, or Exploratory Area Gypsum Hills -Green River
	11. County or Parish, State UINTAH, UTAH

12. CHECK APPROPRIATE BOX(s) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Abandonment	<input type="checkbox"/> Change of Plans
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Recompletion	<input type="checkbox"/> New Construction
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Plugging Back	<input type="checkbox"/> Non-Routine Fracturing
	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> Water Shut-Off
	<input type="checkbox"/> Altering Casing	<input type="checkbox"/> Conversion to Injection
	<input checked="" type="checkbox"/> Other FIRST PRODUCTION	<input type="checkbox"/> Dispose Water
	(Note) Report results of multiple completion on Well Completion or Recompletion Report and Log form.)	

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work)

THIS WELL COMMENCED PRODUCTION 3/14/01.

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OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.
Signed D. C. BEAMAN Title OFFICE MANAGER Date 03/20/01

(This space for Federal or State office use)

Approved by: Title Date

Conditions of approval, if any

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**CONFIDENTIAL**FORM APPROVED
OMB No. 1004-0137
Expires: November 30, 2000**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**5. Lease Serial No.
ML-22052

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

1a. Type of Well ☒ Oil Well ☐ Gas Well ☐ Dry ☐ Other
b. Type of Completion ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.
Other _____2. Name of Operator SHENANDOAH ENERGY INC Contact: J.T. CONLEY
E-Mail: jconley@shenandoahenergy.com8. Lease Name and Well No.
GH 5G-32-8-213. Address 11002 EAST 17500 SOUTH
VERNAL, UT 840783a. Phone No. (include area code)
Ph: 435.781.43009. API Well No.
43-047-33866

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

At surface SWNW 2057FNL 400FWL

At top prod interval reported below SWNW 2057FNL 400FWL

At total depth SWNW 2057FNL 400FWL

10. Field and Pool, or Exploratory
NATURAL BUTTES11. Sec., T., R., M., or Block and Survey
or Area Sec 32 T8S R21E Mer SLB12. County or Parish
UINTAH13. State
UT14. Date Spudded
01/26/200115. Date T.D. Reached
02/03/200116. Date Completed
☐ D & A ☐ Ready to Prod.
02/23/200117. Elevations (DF, KB, RT, GL)*
4695 GL18. Total Depth: MD 5625
TVD19. Plug Back T.D.: MD 5598'
TVD20. Depth Bridge Plug Set: MD
TVD21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
AZIMUTH LATER LOG, COMP NEUTRON DENSITY, CBL-VDL - 3-9-01
4-10-0222. Was well cored? ☒ No ☐ Yes (Submit analysis)
Was DST run? ☒ No ☐ Yes (Submit analysis)
Directional Survey? ☒ No ☐ Yes (Submit analysis)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Casing Top*	Amount Pulled
12.250	9.625 J-55	36.000	0	472		175		0	
7.875	5.500 J-55	15.500	0	5625		560		1400	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875		5550						

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	5296	5490	5296 TO 5490			OPEN
B)						
C)						
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
5296 TO 5312	SAND FRAC WITH 35,400 LBS IN 15,200 GALS
5472 TO 5490	SAND FRAC WITH 40,200 LBS IN 18,500 GALS

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
03/14/2001	03/18/2001	24	→	135.0	68.0	21.0			GAS PUMPING UNIT
Choke Size	Tbg. Press. Flwg. SI	Csg. Press. 20.0	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
								POW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #6019 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** 3-23-02

**CONFIDENTIAL
PERIOD
EXPIRED**

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

29. Disposition of Gas(Sold, used for fuel, vented, etc.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth
GREEN RIVER GREEN RIVER(2)	5296 5472	5312 5490	PERFS PERFS	GREEN RIVER MAHOGANY	2305 3050
CONFIDENTIAL					

32. Additional remarks (include plugging procedure):

CONFIDENTIAL - TITE HOLE

Do not release well information without permission from Shenandoah Energy Inc.

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OIL & GAS MARKING

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #6019 Verified by the BLM Well Information System for SHENANDOAH ENERGY INC.
Sent to the Vernal.

Name (please print) J.T. CONLEY

Title DIVISION MANAGER

Signature

J.T. Conley

Date 07/28/2001

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

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May 28, 2003

Division of Oil, Gas, & Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Attention: John Baza/Jim Thompson

Gentlemen:

This will serve as notice that through the internal corporate changes described below, activities formerly conducted in the name of either Shenandoah Operating Company, LLC (SOC) and/or Shenandoah Energy, Inc. (SEI) will hereafter be conducted in the name of QEP Uinta Basin, Inc.: i) the Shenandoah entities were purchased in July, 2001 by Questar Market Resources, Inc., which is a mid-level holding company for the non-utility businesses of Questar Corporation, ii) Shenandoah Operating Company, LLC has now been merged into Shenandoah Energy, Inc. (SEI), iii) Shenandoah Energy, Inc. has now been re-named **QEP Uinta Basin, Inc.** pursuant to a State of Delaware Amended and Restated Certificate of Incorporation, iv) the same employees will continue to be responsible for operations of the former SOC and SEI properties, both in the field and in the office. Accordingly, the change involves only an internal corporate name change and no third party change of operator is involved. Please alter your records to reflect the entity name change. Attached is a spreadsheet listing all wells affected by this change.

Should you have any questions, please call me at 303 - 308-3056.

Yours truly,

Frank Nielsen
Division Landman

Enclosure

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DIV. OF OIL, GAS & MINING

well_name	Sec	T	R	api	ntity	Lease Type
UTAH STATE 1	36	070S	240E	4304715128	5878	State
BRENNAN FED 3	17	070S	210E	4304715419	10750	Federal
FEDERAL 2-29-7-22	29	070S	220E	4304715423	5266	Federal
FS PRINCE GOVT 1	10	070S	240E	4304716199	7035	Federal
KAYE STATE 1-16	16	100S	230E	4304730609	5395	State
LEOTA FED 1	34	070S	210E	4304730879	5420	Federal
GULF BRENNAN FED 8	17	070S	210E	4304731509	5290	Federal
RFC 1	20	070S	210E	4304731805	10952	Federal
EAST COYOTE FED 14-4-8-25	04	080S	250E	4304732493	11630	Federal
F S PRINCE 4	03	070S	240E	4304732677	7035	Federal
GYPSUM HILLS 21	21	080S	210E	4304732692	11819	Federal
TOLL STATION ST 8-36-8-21	36	080S	210E	4304732724	12361	State
SAGE GROUSE FED 6-14-8-22	14	080S	220E	4304732746	11944	Federal
GYPSUM HILLS 22WG	22	080S	210E	4304732818	12336	Federal
GLEN BENCH ST 8A-36-8-21	36	080S	210E	4304733037	12377	State
GLEN BENCH ST 6-36-8-21	36	080S	210E	4304733038	12378	State
SAGE GROUSE 12A-14-8-22	14	080S	220E	4304733177	12524	Federal
OU GB 12W-20-8-22	20	080S	220E	4304733249	13488	Federal
GLEN BENCH ST 2-36-8-21	36	080S	210E	4304733252	12527	State
GBU 15-18-8-22	18	080S	220E	4304733364	12690	Federal
GLEN BENCH FED 3W-17-8-22	17	080S	220E	4304733513	12950	Federal
GLEN BENCH FED 5W-17-8-22	17	080S	220E	4304733514	12873	Federal
WV FED 9W-8-8-22	08	080S	220E	4304733515	13395	Federal
GB FED 9W-18-8-22	18	080S	220E	4304733516	12997	Federal
OU GB 3W-20-8-22	20	080S	220E	4304733526	13514	Federal
GHU 10W-19-8-21	19	080S	210E	4304733528	12736	Federal
GH 1W-32-8-21	32	080S	210E	4304733570	12797	State
GH 3W-32-8-21	32	080S	210E	4304733571	12796	State
GH 5W-32-8-21	32	080S	210E	4304733572	12828	State
GH 7W-32-8-21	32	080S	210E	4304733573	12872	State
GLEN BENCH 12W-30-8-22	30	080S	220E	4304733670	13380	Federal
GH 2W-32-8-21	32	080S	210E	4304733744	13029	State
GH 4W-32-8-21	32	080S	210E	4304733745	13035	State
GH 8W-32-8-21	32	080S	210E	4304733746	13030	State
GB 3W-16-8-22	16	080S	220E	4304733751	13577	State
GB 5W-16-8-22	16	080S	220E	4304733752	13570	State
GH 6W-32-8-21	32	080S	210E	4304733753	13036	State
GB 11W-16-8-22	16	080S	220E	4304733754	13582	State
GH 7W-21-8-21	21	080S	210E	4304733845	13050	Federal
GH 9W-21-8-21	21	080S	210E	4304733846	13074	Federal
GH 11W-21-8-21	21	080S	210E	4304733847	13049	Federal
GH 15W-21-8-21	21	080S	210E	4304733848	13051	Federal
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State
WV 9W-23-8-21	23	080S	210E	4304733909	13160	Federal
GHU 14W-20-8-21	20	080S	210E	4304733915	13073	Federal
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State
GB 4W-30-8-22	30	080S	220E	4304733945	13372	Federal
GB 9W-19-8-22	19	080S	220E	4304733946	13393	Federal
GB 10W-30-8-22	30	080S	220E	4304733947	13389	Federal
GB 12W-19-8-22	19	080S	220E	4304733948	13388	Federal
WV 5W-17-8-21	17	080S	210E	4304733954	13332	Federal
WV 7W-17-8-21	17	080S	210E	4304733956	13330	Federal
GB 9W-25-8-21	25	080S	210E	4304733960	13390	Federal
WV 1W-5-8-22	05	080S	220E	4304733985	13369	Federal
WV 3W-5-8-22	05	080S	220E	4304733987	13321	Federal
WV 7W-5-8-22	05	080S	220E	4304733988	13235	Federal
WV 9W-5-8-22	05	080S	220E	4304733990	13238	Federal
WV 11W-5-8-22	05	080S	220E	4304733992	13239	Federal
WV 13W-5-8-22	05	080S	220E	4304733994	13236	Federal
WV 15W-5-8-22	05	080S	220E	4304733996	13240	Federal
WV 8W-8-8-22	08	080S	220E	4304734005	13220	Federal
WV 14W-8-8-22	08	080S	220E	4304734007	13322	Federal
OU GB 6W-20-8-22	20	080S	220E	4304734018	13518	Federal
GB 5W-30-8-22	30	080S	220E	4304734025	13502	Federal
GB 11W-20-8-22	20	080S	220E	4304734039	13413	Federal

well_name	Sec	T	R	api	entity	Lease Type
OU GB 4W-20-8-22	20	080S	220E	4304734043	13520	Federal
WV 7W-36-7-21	36	070S	210E	4304734065	13334	State
WV 9W-36-7-21	36	070S	210E	4304734066	13331	State
WV 3G-10-8-21	10	080S	210E	4304734106	13241	Federal
WV 15G-3-8-21	03	080S	210E	4304734109	13368	Federal
WV 16G-3-8-21	03	080S	210E	4304734110	13295	Federal
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee
GH 5W-21-8-21	21	080S	210E	4304734147	13387	Federal
GH 6W-21-8-21	21	080S	210E	4304734148	13371	Federal
GH 8W-21-8-21	21	080S	210E	4304734149	13293	Federal
GH 9W-17-8-21	17	080S	210E	4304734150	13392	Federal
GH 10W-20-8-21	20	080S	210E	4304734151	13328	Federal
GH 10W-21-8-21	21	080S	210E	4304734152	13378	Federal
GH 12W-21-8-21	21	080S	210E	4304734153	13294	Federal
GH 14W-21-8-21	21	080S	210E	4304734154	13292	Federal
GH 16W-17-8-21	17	080S	210E	4304734156	13354	Federal
GH 16W-21-8-21	21	080S	210E	4304734157	13329	Federal
GB 5W-20-8-22	20	080S	220E	4304734209	13414	Federal
WV 6W-22-8-21	22	080S	210E	4304734272	13379	Federal
GH 1W-20-8-21	20	080S	210E	4304734327	13451	Federal
GH 2W-20-8-21	20	080S	210E	4304734328	13527	Federal
GH 3W-20-8-21	20	080S	210E	4304734329	13728	Federal
GH 7W-20-8-21	20	080S	210E	4304734332	13537	Federal
GH 9W-20-8-21	20	080S	210E	4304734333	13411	Federal
GH 11W-20-8-21	20	080S	210E	4304734334	13410	Federal
GH 15W-20-8-21	20	080S	210E	4304734335	13407	Federal
GH 16W-20-8-21	20	080S	210E	4304734336	13501	Federal
WV 12W-23-8-21	23	080S	210E	4304734343	13430	Federal
OU GB 13W-20-8-22	20	080S	220E	4304734348	13495	Federal
OU GB 14W-20-8-22	20	080S	220E	4304734349	13507	Federal
OU GB 11W-29-8-22	29	080S	220E	4304734350	13526	Federal
WV 11G-5-8-22	05	080S	220E	4304734388	13422	Federal
WV 13G-5-8-22	05	080S	220E	4304734389	13738	Federal
WV 15G-5-8-22	05	080S	220E	4304734390	13459	Federal
GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee
SU BRENNAN W 15W-18-7-22	18	070S	220E	4304734403	13442	Federal
STIRRU U 16W-5-8-22	05	080S	220E	4304734446	13654	Federal
STIRRU U 2W-5-8-22	05	080S	220E	4304734455	13700	Federal
WV 10W-5-8-22	05	080S	220E	4304734456	13540	Federal
WV 16W-8-8-22	08	080S	220E	4304734470	13508	Federal
GB 16WX-30-8-22	30	080S	220E	4304734506	13431	Federal
OU GB 1W-19-8-22	19	080S	220E	4304734512	13469	Federal
OU GB 2W-19-8-22	19	080S	220E	4304734513	13461	Federal
OU GB 5W-19-8-22	19	080S	220E	4304734514	13460	Federal
OU GB 7W-19-8-22	19	080S	220E	4304734515	13462	Federal
OU GB 8W-19-8-22	19	080S	220E	4304734516	13489	Federal
OU GB 11W-19-8-22	19	080S	220E	4304734517	13467	Federal
OU GB 16W-19-8-22	19	080S	220E	4304734522	13476	Federal
GB 1W-30-8-22	30	080S	220E	4304734528	13487	Federal
GB 3W-30-8-22	30	080S	220E	4304734529	13493	Federal
GB 6W-30-8-22	30	080S	220E	4304734530	13519	Federal
GB 7W-30-8-22	30	080S	220E	4304734531	13494	Federal
GB 8W-30-8-22	30	080S	220E	4304734532	13483	Federal
GB 9W-30-8-22	30	080S	220E	4304734533	13500	Federal
OU GB 6W-19-8-22	19	080S	220E	4304734534	13475	Federal
OU GB 10W-19-8-22	19	080S	220E	4304734535	13479	Federal
OU GB 13W-19-8-22	19	080S	220E	4304734536	13478	Federal
OU GB 14W-19-8-22	19	080S	220E	4304734537	13484	Federal
OU GB 15W-19-8-22	19	080S	220E	4304734538	13482	Federal
OU GB 12W-17-8-22	17	080S	220E	4304734542	13543	Federal
OU GB 6W-17-8-22	17	080S	220E	4304734543	13536	Federal
OU GB 13W-17-8-22	17	080S	220E	4304734544	13547	Federal
OU GB 6W-29-8-22	29	080S	220E	4304734545	13535	Federal
OU GB 3W-29-8-22	29	080S	220E	4304734546	13509	Federal

well name	Sec	T	R	api	ntity	Lease Type
OU GB 13W-29-8-22	29	080S	220E	4304734547	13506	Federal
OU GB 4W-29-8-22	29	080S	220E	4304734548	13534	Federal
OU GB 5W-29-8-22	29	080S	220E	4304734549	13505	Federal
OU GB 14W-17-8-22	17	080S	220E	4304734550	13550	Federal
OU GB 11W-17-8-22	17	080S	220E	4304734553	13671	Federal
OU GB 14W-29-8-22	29	080S	220E	4304734554	13528	Federal
OU GB 2W-17-8-22	17	080S	220E	4304734559	13539	Federal
OU GB 7W-17-8-22	17	080S	220E	4304734560	13599	Federal
GH EXT 15W-17-8-21	17	080S	210E	4304734562	13674	Federal
OU GB 16W-18-8-22	18	080S	220E	4304734563	13559	Federal
OU GB 1W-29-8-22	29	080S	220E	4304734573	13562	Federal
OU GB 7W-29-8-22	29	080S	220E	4304734574	13564	Federal
OU GB 8W-29-8-22	29	080S	220E	4304734575	13609	Federal
OU GB 9W-29-8-22	29	080S	220E	4304734576	13551	Federal
OU GB 10W-29-8-22	29	080S	220E	4304734577	13594	Federal
OU GB 15W-29-8-22	29	080S	220E	4304734578	13569	Federal
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State
OU GB 2W-20-8-22	20	080S	220E	4304734599	13664	Federal
OU GB 2W-29-8-22	29	080S	220E	4304734600	13691	Federal
OU GB 15W-17-8-22	17	080S	220E	4304734601	13632	Federal
OU GB 16W-17-8-22	17	080S	220E	4304734602	13639	Federal
OU GB 16W-29-8-22	29	080S	220E	4304734603	13610	Federal
OU GB 1W-20-8-22	20	080S	220E	4304734604	13612	Federal
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State
OU GB 1W-17-8-22	17	080S	220E	4304734623	13701	Federal
OU GB 9W-17-8-22	17	080S	220E	4304734624	13663	Federal
OU GB 10W-17-8-22	17	080S	220E	4304734625	13684	Federal
OU GB 9W-20-8-22	20	080S	220E	4304734630	13637	Federal
OU GB 10W-20-8-22	20	080S	220E	4304734631	13682	Federal
OU GB 15W-20-8-22	20	080S	220E	4304734632	13616	Federal
OU WIH 13W-21-8-22	21	080S	220E	4304734646	13745	Federal
OU GB 13W-9-8-22	09	080S	220E	4304734654	13706	Federal
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State
OU GB 7W-16-8-22	16	080S	220E	4304734659	13747	State
OU GB 14W-21-8-22	21	080S	220E	4304734664	13720	Federal
OU GB 12WX-29-8-22	29	080S	220E	4304734668	13555	Federal
OU WIH 10W-21-8-22	21	080S	220E	4304734681	13662	Federal
OU GB 3W-21-8-22	21	080S	220E	4304734686	13746	Federal
OU GB 16SG-30-8-22	30	080S	220E	4304734688	13593	Federal
OU WIH 7W-21-8-22	21	080S	220E	4304734689	13716	Federal
OU GB 5W-21-8-22	21	080S	220E	4304734690	13770	Federal
OU GB 7W-20-8-22	20	080S	220E	4304734705	13710	Federal
OU SG 10W-15-8-22	15	080S	220E	4304734719	13725	Federal
OU SG 9W-10-8-22	10	080S	220E	4304734783	13722	Federal

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

QEP Uinta Basin, Inc.
1050 17th Street Suite 500
Denver, Colorado 80265

:
: Oil and Gas
: lease
:

Name Change Recognized

Acceptable evidence has been filed in this office concerning the name change of Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated. QEP Uinta Basin, Incorporated is the surviving entity. This name change is recognized effective April 17, 2003.

Eastern States will notify the Minerals Management Service and all applicable Bureau of Land Management offices of the change by a copy of this notice.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this notice.

If you have any questions, please contact Bill Forbes at 703-440-1536.

S/Wilbert B. Forbes

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning,
Use and Protection

bc: JFO,MMS, ES RF, 930 RF, 932.34 RF, E-932: wbf:07 /07/03:440-1536/ QEP Uinta Basin
MFO



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

In Reply Refer To:
3106
(UT-924)

July 21, 2003

Memorandum

To: Vernal Field Office
From: **ACTING** Chief, Branch of Minerals Adjudication
Subject: Name Change Approval

Attached is an approved copy of the name change from BLM-Eastern States, which is recognized by the Utah State Office. We have updated our records to reflect:

The name change from Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated is effective July 23, 1999. The BLM Bond Number is ESB000024.

Mary Higgins
Acting Chief, Branch of
Minerals Adjudication

Enclosure

1. Eastern States Letter
2. List of leases

cc: MMS, James Sykes, PO Box 25165, M/S 357 B1, Denver CO 80225
State of Utah, DOGM, Earlene Russell (Ste. 1210), Box 145801, SLC UT 84114
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

RECEIVED

JUL 29 2003

DIV. OF OIL, GAS & MINING

Exhibit of Leases

UTSL-065342	UTU-0825	UTU-65472	UTU-74971
UTSL-065429	UTU-0826	UTU-65632	UTU-74972
UTSL-066409-A	UTU-0827	UTU-67844	UTU-75079
UTSL-066446	UTU-0828	UTU-68217	UTU-75080
UTSL-066446-A	UTU-0829	UTU-68218	UTU-75081
UTSL-066446-B	UTU-0830	UTU-68219	UTU-75082
UTSL-066791	UTU-0933	UTU-68220	UTU-75083
UTSL-069330	UTU-0971	UTU-68387	UTU-75084
UTSL-070932-A	UTU-0971-A	UTU-68620	UTU-75085
UTSL-071745	UTU-01089	UTU-69001	UTU-75086
UTSL-071963	UTU-02025	UTU-70853	UTU-75087
UTSL-071964	UTU-02030	UTU-70854	UTU-75088
UTSL-071965	UTU-02060	UTU-70855	UTU-75102
	UTU-02148	UTU-70856	UTU-75103
UTU-046	UTU-02149	UTU-71416	UTU-75116
UTU-055	UTU-02510-A	UTU-72066	UTU-75243
UTU-057	UTU-09613	UTU-72109	UTU-75503
UTU-058	UTU-09617	UTU-72118	UTU-75678
UTU-059	UTU-09809	UTU-72598	UTU-75684
UTU-080	UTU-011225-B	UTU-72634	UTU-76278
UTU-081	UTU-011226	UTU-72649	UTU-75760
UTU-082	UTU-011226-B	UTU-73182	UTU-75939
UTU-093	UTU-012457	UTU-73443	UTU-76039
UTU-0116	UTU-012457-A	UTU-73456	UTU-76482
UTU-0558	UTU-018260-A	UTU-73680	UTU-76507
UTU-0559	UTU-022158	UTU-73681	UTU-76508
UTU-0560	UTU-025960	UTU-73684	UTU-76721
UTU-0561	UTU-025962	UTU-73686	UTU-76835
UTU-0562	UTU-025963	UTU-73687	UTU-77063
UTU-0566	UTU-029649	UTU-73698	UTU-77301
UTU-0567	UTU-65471	UTU-73699	UTU-77308
UTU-0568	UTU-65472	UTU-73700	UTU-78021
UTU-0569	UTU-103144	UTU-73710	UTU-78028
UTU-0570	UTU-140740	UTU-73914	UTU-78029
UTU-0571	UTU-14219	UTU-73917	UTU-78214
UTU-0572	UTU-14639	UTU-74401	UTU-78215
UTU-0629	UTU-16551	UTU-74402	UTU-78216
UTU-0802	UTU-28652	UTU-74407	UTU-80636
UTU-0803	UTU-42050	UTU-74408	UTU-80637
UTU0804	UTU-43915	UTU-74419	UTU-80638
UTU0805	UTU-43916	UTU-74493	UTU-80639
UTU0806	UTU-43917	UTU-74494	UTU-80640
UTU0807	UTU-43918	UTU-74495	
UTU0809	UTU-56947	UTU-74496	
UTU0810	UTU-65276	UTU-74836	
UTU-0823	UTU-65404	UTU-74842	
UTU-0824	UTU-65471	UTU-74968	

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH

2. CDW

3. FILE

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective:

2/1/2003**FROM:** (Old Operator):**TO:** (New Operator):N4235-Shenandoah Energy Inc
11002 E 17500 S
Vernal, UT 84078-8526N2460-QEP Uinta Basin Inc
11002 E 17500 S
Vernal, UT 84078-8526

Phone: (435) 781-4341

Phone: (435) 781-4341

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	Confid
WV 7W-36-7-21	36	070S	210E	4304734065	13334	State	GW	TA	
WV 9W-36-7-21	36	070S	210E	4304734066	13331	State	GW	TA	
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee	GW	P	
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee	GW	P	
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State	OW	P	
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State	GW	P	
GB 11W-16-8-22	16	080S	220E	4304733754	13582	State	GW	P	C
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State	GW	P	C
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State	GW	P	C
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State	GW	P	C
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State	GW	P	C
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State	GW	P	C
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State	GW	P	C
OU GB 7W-16-8-22	16	080S	220E	4304734659	13747	State	GW	DRL	C
GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee	GW	P	

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/2/20032. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/2/20033. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/19/20034. Is the new operator registered in the State of Utah: YES Business Number: 5292864-0151

5. If NO, the operator was contacted on: _____

6. (R649-9-2) Waste Management Plan has been received on:

IN PLACE

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 7/21/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 7/21/2003

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 8/27/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 8/27/2003

3. Bond information entered in RBDMS on: n/a

4. Fee wells attached to bond in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 965-003-032

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 965-002-976

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 799446

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 965-003-033

2. The **FORMER** operator has requested a release of liability from their bond on: n/a

The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

1. DJJ
2. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

1/1/2007

FROM: (Old Operator): N2460-QEP Uinta Basin, Inc. 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900	TO: (New Operator): N5085-Questar E&P Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 672-6900
---	--

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LISTS				*				

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 4/19/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/16/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/31/2005
- a. Is the new operator registered in the State of Utah: _____ Business Number: 764611-0143
- 5a. (R649-9-2) Waste Management Plan has been received on: IN PLACE
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: n/a
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 4/23/2007 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 4/23/2007
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: _____
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 4/30/2007 and 5/15/2007
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 4/30/2007 and 5/15/2007
- Bond information entered in RBDMS on: 4/30/2007 and 5/15/2007
- Fee/State wells attached to bond in RBDMS on: 4/30/2007 and 5/15/2007
- Injection Projects to new operator in RBDMS on: 4/30/2007 and 5/15/2007
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 799446
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- b. The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 6W-25-8-21	GB 6W-25-8-21	SENW	25	080S	210E	4304734121	13440	fee	GW	P
GB 7W-25-8-21	GB 7W-25-8-21	SWNE	25	080S	210E	4304734122	13436	fee	GW	P
GB 11W-30-8-22	OU GB 11W 30 8 22	NESW	30	080S	220E	4304734392	13433	fee	GW	P
UTAH STATE 1	STATE 1	NENE	36	070S	240E	4304715128	5878	State	GW	P
KAYE STATE 1-16	KAYE STATE 1-16	NWNW	16	100S	230E	4304730609	5395	State	GW	P
TOLL STATION ST 8-36-8-21	TOLL STATION ST 8-36-8-21	SENE	36	080S	210E	4304732724	12361	State	GW	S
GLEN BENCH ST 8A-36-8-21	GB 8A 36 8 21	SENE	36	080S	210E	4304733037	12377	State	GW	P
GLEN BENCH ST 6-36-8-21	GB 6 36 8 21	SENW	36	080S	210E	4304733038	12378	State	GW	P
GLEN BENCH ST 2-36-8-21	GB 2 36 8 21	NWNE	36	080S	210E	4304733252	12527	State	GW	P
GH 1W-32-8-21	GH 1W-32-8-21	NENE	32	080S	210E	4304733570	12797	State	GW	P
GH 3W-32-8-21	GH 3W-32-8-21	NENW	32	080S	210E	4304733571	12796	State	GW	P
GH 5W-32-8-21	GH 5W-32-8-21	SWNW	32	080S	210E	4304733572	12828	State	GW	P
GH 7W-32-8-21	GH 7W-32-8-21	SWNE	32	080S	210E	4304733573	12872	State	GW	P
GH 2W-32-8-21	GH 2W-32-8-21	NWNE	32	080S	210E	4304733744	13029	State	GW	P
GH 4W-32-8-21	GH 4W-32-8-21	NWNW	32	080S	210E	4304733745	13035	State	GW	P
GH 8W-32-8-21	GH 8W-32-8-21	SENE	32	080S	210E	4304733746	13030	State	GW	P
GB 3W-16-8-22	OU GB 3W 16 8 22	NENW	16	080S	220E	4304733751	13577	State	GW	P
GB 5W-16-8-22	OU GB 5W 16 8 22	SWNW	16	080S	220E	4304733752	13570	State	GW	P
GH 6W-32-8-21	GH 6W-32-8-21	SENW	32	080S	210E	4304733753	13036	State	GW	P
GB 11W-16-8-22	OU GB 11W 16 8 22	NESW	16	080S	220E	4304733754	13582	State	GW	P
GH 5G-32-8-21	GH 5G-32-8-21	SWNW	32	080S	210E	4304733866	13037	State	OW	P
GB 1W-36-8-21	GB 1W-36-8-21	NENE	36	080S	210E	4304733944	13439	State	GW	P
WV 7W-36-7-21	WV 7W-36-7-21	SWNE	36	070S	210E	4304734065	13334	State	GW	TA
WV 9W-36-7-21	WV 9W-36-7-21	NESE	36	070S	210E	4304734066	13331	State	GW	TA
WV 9W-16-7-21	WV 9W-16-7-21	NESE	16	070S	210E	4304734324		State	GW	LA
OU GB 4W-16-8-22	OU GB 4W-16-8-22	NWNW	16	080S	220E	4304734598	13579	State	GW	P
OU GB 10W-16-8-22	OU GB 10W-16-8-22	NWSE	16	080S	220E	4304734616		State	GW	LA
OU GB 12W-16-8-22	OU GB 12W-16-8-22	NWSW	16	080S	220E	4304734617	13697	State	GW	P
OU GB 13W-16-8-22	OU GB 13W-16-8-22	SWSW	16	080S	220E	4304734618	13611	State	GW	P
GB 14MU-16-8-22	GB 14MU-16-8-22	SESW	16	080S	220E	4304734619	14196	State	GW	P
OU GB 15W-16-8-22	OU GB 15W-16-8-22	SWSE	16	080S	220E	4304734622	13595	State	GW	P
OU GB 16W-16-8-22	OU GB 16W-16-8-22	SESE	16	080S	220E	4304734655	13815	State	GW	P
OU GB 2W-16-8-22	OU GB 2W-16-8-22	NWNE	16	080S	220E	4304734657	13721	State	GW	P
OU GB 6W-16-8-22	OU GB 6W-16-8-22	SENW	16	080S	220E	4304734658	13592	State	GW	P
OU GB 8W-16-8-22	OU GB 8W-16-8-22	SENE	16	080S	220E	4304734660	13769	State	GW	TA
OU GB 9W-16-8-22	OU GB 9W-16-8-22	NESE	16	080S	220E	4304734692		State	GW	LA
OU GB 15G-16-8-22	OU GB 15G-16-8-22	SWSE	16	080S	220E	4304734829	13777	State	OW	S
GB 7MU-36-8-21	GB 7MU-36-8-21	SWNE	36	080S	210E	4304734893	14591	State	GW	P
GB 3W-36-8-21	GB 3W-36-8-21	NENW	36	080S	210E	4304734894	13791	State	GW	P
NC 8M-32-8-22	NC 8M-32-8-22	SENE	32	080S	220E	4304734897		State	GW	LA
NC 3M-32-8-22	NC 3M-32-8-22	NENW	32	080S	220E	4304734899		State	GW	LA

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 5W-36-8-21	GB 5W-36-8-21	SWNW	36	080S	210E	4304734925	13808	State	GW	P
GB 4MU-36-8-21	GB 4MU-36-8-21	NWNW	36	080S	210E	4304734926	14589	State	GW	P
NC 11M-32-8-22	NC 11M-32-8-22	NESW	32	080S	220E	4304735040		State	GW	LA
GB 5SG-36-8-21	GB 5SG-36-8-21	SWNW	36	080S	210E	4304735155	14015	State	GW	P
SC 13ML-16-10-23	SC 13ML-16-10-23	SWSW	16	100S	230E	4304735281	14036	State	GW	P
SC 3M-16-10-23	SC 3ML 16 10 23	NENW	16	100S	230E	4304735282	14014	State	GW	P
SC 11ML-16-10-23	SC 11ML-16-10-23	NESW	16	100S	230E	4304735311	14035	State	GW	P
BB E 15G-16-7-21	BBE 15G 16 7 21	SWSE	16	070S	210E	4304735408	14070	State	OW	P
WH 13G-2-7-24	WH 13G-2-7-24	SWSW	02	070S	240E	4304735484	14176	State	GW	TA
FR 9P-36-14-19	FR 9P-36-14-19	NWSW	31	140S	200E	4304735880	14310	State	GW	S
CB 13G-36-6-20	CB 13G-36-6-20	SWSW	36	060S	200E	4304735969		State	OW	LA
WH 2G-2-7-24	WH 2G-2-7-24	NWNE	02	070S	240E	4304736259		State	GW	APD
WH 4G-2-7-24	WH 4G-2-7-24	NWNW	02	070S	240E	4304736261		State	GW	APD
FR 1P-36-14-19	FR 1P-36-14-19	NWNW	31	140S	200E	4304736300	14859	State	GW	S
WK 3ML-2-9-24	WK 3ML-2-9-24	NENW	02	090S	240E	4304736723		State	GW	APD
WK 7ML-2-9-24	WK 7ML-2-9-24	SWNE	02	090S	240E	4304736724		State	GW	APD
SC 5ML-16-10-23	SC 5ML-16-10-23	SWNW	16	100S	230E	4304736877	15125	State	GW	P
SC 12ML-16-10-23	SC 12ML-16-10-23	NWSW	16	100S	230E	4304736878	15053	State	GW	P
SC 14ML-16-10-23	SC 14ML-16-10-23	SESW	16	100S	230E	4304736908	15070	State	GW	P
SC 4ML-16-10-23	SC 4ML-16-10-23	NWNW	16	100S	230E	4304736912	15208	State	GW	P
FR 3P-36-14-19	FR 3P-36-14-19	NWNW	36	140S	190E	4304737376	15736	State	GW	DRL
BBE 9W-16-7-21	BBE 9W-16-7-21	NESE	16	070S	210E	4304737745		State	GW	APD
GB 10ML-16-8-22	GB 10ML-16-8-22	NWSE	16	080S	220E	4304737943		State	GW	APD
GB 9ML-16-8-22	GB 9ML-16-8-22	NESE	16	080S	220E	4304737944	15851	State	GW	DRL
FR 11P-36-14-19	FR 11P-36-14-19	NWSW	36	140S	190E	4304738349		State	GW	DRL
GB 4SG-36-8-21	GB 4SG-36-8-21	NWNW	36	080S	210E	4304738764		State	GW	APD
GB 7SG-36-8-21	GB 7SG-36-8-21	SWNE	36	080S	210E	4304738765		State	GW	APD

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: see attached
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 CITY Denver STATE CO ZIP 80265		7. UNIT or CA AGREEMENT NAME: see attached
PHONE NUMBER: (303) 308-3068		8. WELL NAME and NUMBER: see attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: attached		9. API NUMBER: attached
COUNTY: Uintah		10. FIELD AND POOL, OR WILDCAT:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 1/1/2007	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Operator Name Change
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: 965003033

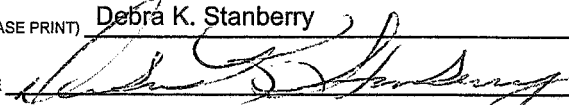
Fee Land Bond Number: 965003033

Current operator of record, QEP UINTA BASIN, INC., hereby resigns as operator of the properties as described on the attached list.

Jay B. Neese, Executive Vice President, QEP Uinta Basin, Inc.

Successor operator of record, QUESTAR EXPLORATION AND PRODUCTION COMPANY, hereby assumes all rights, duties and obligations as operator of the properties as described on the attached list

Jay B. Neese, Executive Vice President
Questar Exploration and Production Company

NAME (PLEASE PRINT) Debra K. Stanberry	TITLE Supervisor, Regulatory Affairs
SIGNATURE 	DATE 3/16/2007

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APR 19 2007

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☐ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:
QUESTAR EXPLORATION AND PRODUCTION COMPANY

3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 Denver CITY STATE CO ZIP 80265 PHONE NUMBER: (303) 308-3068

4. LOCATION OF WELL

FOOTAGES AT SURFACE: attached

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:
see attached

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
see attached

7. UNIT or CA AGREEMENT NAME:
see attached

8. WELL NAME and NUMBER:
see attached

9. API NUMBER:
attached

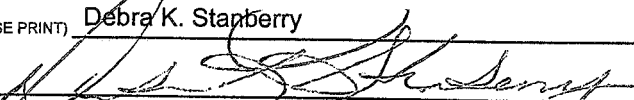
10. FIELD AND POOL, OR WILDCAT:

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 1/1/2007	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Well Name Changes
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

PER THE ATTACHED LIST OF WELLS, QUESTAR EXPLORATION AND PRODUCTION COMPANY REQUESTS THAT THE INDIVIDUAL WELL NAMES BE UPDATED IN YOUR RECORDS.

NAME (PLEASE PRINT) Debra K. Stanberry TITLE Supervisor, Regulatory Affairs
SIGNATURE  DATE 4/17/2007

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DIV. OF OIL, GAS & MINING

OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

CDW

Change of Operator (Well Sold)

X - Operator Name Change

The operator of the well(s) listed below has changed, effective:

6/14/2010**FROM: (Old Operator):**N5085-Questar Exploration and Production Company
1050 17th St, Suite 500
Denver, CO 80265

Phone: 1 (303) 308-3048

TO: (New Operator):N3700-QEP Energy Company
1050 17th St, Suite 500
Denver, CO 80265

Phone: 1 (303) 308-3048

CA No.**Unit:**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/28/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 8/16/2010 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 6/29/2010

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 6/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/30/2010
- Bond information entered in RBDMS on: 6/30/2010
- Fee/State wells attached to bond in RBDMS on: 6/30/2010
- Injection Projects to new operator in RBDMS on: 6/30/2010
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 965010693
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965010695
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1 TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See attached
2 NAME OF OPERATOR: Questar Exploration and Production Company <i>N5085</i>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: See attached
3. ADDRESS OF OPERATOR: 1050 17th Street, Suite 500 City: Denver STATE: CO ZIP: 80265		7. UNIT or CA AGREEMENT NAME: See attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: See attached		8. WELL NAME and NUMBER: See attached
PHONE NUMBER: (303) 672-6900		9. API NUMBER: Attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT: See attached

COUNTY: Attached

STATE: UTAH

11 CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/14/2010</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Operator Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective June 14, 2010 Questar Exploration and Production Company changed its name to QEP Energy Company. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: ~~965003033~~

Fee Land Bond Number: ~~965003033~~

BIA Bond Number: ~~799446~~

N3700

965010695

965010693

The attached document is an all inclusive list of the wells operated by Questar Exploration and Production Company. As of June 14, 2010 QEP Energy Company assumes all rights, duties and obligations as operator of the properties as described on the list

NAME (PLEASE PRINT) <u>Morgan Anderson</u>	TITLE <u>Regulatory Affairs Analyst</u>
SIGNATURE <i>Morgan Anderson</i>	DATE <u>6/23/2010</u>

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JUN 28 2010

DIV. OF OIL, GAS & MINING

(See Instructions on Reverse Side)

APPROVED *6/30/2009*

Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
effective June 14, 2010

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
Wr 16G-32-10-17	32	100S	170E	4301350370		State	OW	NEW	C
STATE 1	36	070S	240E	4304715128	5878	State	GW	P	
KAYE STATE 1-16	16	100S	230E	4304730609	5395	State	GW	P	
TOLL STATION ST 8-36-8-21	36	080S	210E	4304732724	12361	State	GW	S	
GB 8A-36-8-21	36	080S	210E	4304733037	12377	State	GW	P	
GB 6-36-8-21	36	080S	210E	4304733038	12378	State	GW	P	
GB 2-36-8-21	36	080S	210E	4304733252	12527	State	GW	P	
GH 1W-32-8-21	32	080S	210E	4304733570	12797	State	GW	P	
GH 3W-32-8-21	32	080S	210E	4304733571	12796	State	GW	P	
GH 5W-32-8-21	32	080S	210E	4304733572	12828	State	GW	P	
GH 7W-32-8-21	32	080S	210E	4304733573	12872	State	GW	P	
GH 2W-32-8-21	32	080S	210E	4304733744	13029	State	GW	P	
GH 4W-32-8-21	32	080S	210E	4304733745	13035	State	GW	P	
GH 8W-32-8-21	32	080S	210E	4304733746	13030	State	GW	P	
OU GB 3W-16-8-22	16	080S	220E	4304733751	13577	State	GW	P	
OU GB 5W-16-8-22	16	080S	220E	4304733752	13570	State	GW	P	
GH 6W-32-8-21	32	080S	210E	4304733753	13036	State	GW	P	
OU GB 11W-16-8-22	16	080S	220E	4304733754	13582	State	GW	P	
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State	OW	P	
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State	GW	P	
WV 2W-2-8-21	02	080S	210E	4304734034	13678	State	GW	P	
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee	GW	P	
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee	GW	P	
WV 9W-16-7-21	16	070S	210E	4304734324		State	GW	LA	
OU GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee	GW	P	
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State	GW	P	
OU GB 10W-16-8-22	16	080S	220E	4304734616		State	GW	LA	
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State	GW	P	
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State	GW	P	
GB 14MU-16-8-22	16	080S	220E	4304734619	14196	State	GW	P	
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State	GW	P	
OU GB 16W-16-8-22	16	080S	220E	4304734655	13815	State	GW	P	
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State	GW	P	
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State	GW	P	
OU GB 8W-16-8-22	16	080S	220E	4304734660	13769	State	GW	TA	
OU GB 9W-16-8-22	16	080S	220E	4304734692		State	GW	LA	
OU GB 15G-16-8-22	16	080S	220E	4304734829	13777	State	OW	S	
GB 7MU-36-8-21	36	080S	210E	4304734893	14591	State	GW	P	
GB 3W-36-8-21	36	080S	210E	4304734894	13791	State	GW	P	
NC 8M-32-8-22	32	080S	220E	4304734897		State	GW	LA	
NC 3M-32-8-22	32	080S	220E	4304734899		State	GW	LA	
GB 5W-36-8-21	36	080S	210E	4304734925	13808	State	GW	P	
GB 4MU-36-8-21	36	080S	210E	4304734926	14589	State	GW	P	
NC 11M-32-8-22	32	080S	220E	4304735040		State	GW	LA	
GB 5SG-36-8-21	36	080S	210E	4304735155	14015	State	GW	P	
SC 13ML-16-10-23	16	100S	230E	4304735281	14036	State	GW	P	
SC 3ML-16-10-23	16	100S	230E	4304735282	14014	State	GW	P	
SC 11ML-16-10-23	16	100S	230E	4304735311	14035	State	GW	P	
WH 13G-2-7-24	02	070S	240E	4304735484	14176	State	D	PA	
FR 9P-36-14-19	31	140S	200E	4304735880	14310	State	GW	P	
CB 13G-36-6-20	36	060S	200E	4304735969		State	OW	LA	

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
effective June 14, 2010

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
WH 2G-2-7-24	02	070S	240E	4304736259		State	GW	LA	
WH 4G-2-7-24	02	070S	240E	4304736261		State	GW	LA	
FR 1P-36-14-19	31	140S	200E	4304736300	14859	State	GW	P	
WK 3ML-2-9-24	02	090S	240E	4304736723		State	GW	LA	
WK 7ML-2-9-24	02	090S	240E	4304736724		State	GW	LA	
SC 5ML-16-10-23	16	100S	230E	4304736877	15125	State	GW	P	
SC 12ML-16-10-23	16	100S	230E	4304736878	15053	State	GW	P	
SC 14ML-16-10-23	16	100S	230E	4304736908	15070	State	GW	P	
SC 4ML-16-10-23	16	100S	230E	4304736912	15208	State	GW	P	
FR 3P-36-14-19	36	140S	190E	4304737376	15736	State	GW	P	
BZ 12ML-16-8-24	16	080S	240E	4304737670		State	GW	LA	
BZ 10D-16-8-24	16	080S	240E	4304737671	15979	State	GW	S	
BZ 14ML-16-8-24	16	080S	240E	4304737672		State	GW	LA	
BBE 9W-16-7-21	16	070S	210E	4304737745		State	GW	LA	
GB 10ML-16-8-22	16	080S	220E	4304737943		State	GW	LA	
GB 9ML-16-8-22	16	080S	220E	4304737944	15851	State	GW	P	
HR 2MU-2-12-23	02	120S	230E	4304738052		State	GW	LA	
HR 3MU-2-12-23	02	120S	230E	4304738053		State	GW	LA	
HR 6MU-2-12-23	02	120S	230E	4304738054		State	GW	LA	
HR 10MU-2-12-23	02	120S	230E	4304738055	15737	State	GW	S	
HR 12MU-2-12-23	02	120S	230E	4304738056		State	GW	LA	
HR 14MU-2-12-23	02	120S	230E	4304738057		State	GW	LA	
HR 16MU-2-12-23	02	120S	230E	4304738058		State	GW	LA	
FR 11P-36-14-19	36	140S	190E	4304738349	15899	State	GW	P	
GB 4SG-36-8-21	36	080S	210E	4304738764	16142	State	GW	P	
GB 7SG-36-8-21	36	080S	210E	4304738765	16144	State	GW	P	
WF 3D-32-15-19	32	150S	190E	4304738877		State	GW	APD	C
SCS 5C-32-14-19	32	140S	190E	4304738963	16759	State	GW	P	
FR 7P-36-14-19	31	140S	200E	4304738992	15955	State	GW	P	
SCS 10C-16-15-19	16	150S	190E	4304739683	16633	State	GW	P	
FR 6P-16-14-19	16	140S	190E	4304740350		State	GW	APD	C

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695